THE PRINCESS DIARIES

written by

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FADE IN:

INT. UNIVERSITY HIGH SCHOOL - PACIFIC HEIGHTS, S.F. - DAY

A small, tony, private school, smack in the middle of one of San Francisco's most moneyed areas - Pacific Heights. End of the day, students are escaping.

Meet MIA THERMOPOLIS, (15) very tall, gawky, skinny, frizzy-haired, yet genuinely a classic beauty -- though she'd never believe it. Mia is perpetually confused. She is wearing her school uniform of white shirt, pleated grey skirt, grey cardigan, and knee-highs. The one individuality the school allows is shoes: Mia wears Doc Martens. Mia is with her best friend, LILLY MOSCOVITZ, (15) already in Mensa and not only looks the part, but doesn't mind it. Mia is getting her books out of her locker.

LILLY
Are you freaked?

MIA
(hiding)
No.

LILLY
Liar.

MIA
(coming clean)
Well, okay...sorta, maybe.

LILLY
See? I can always tell when you're lying because you're so lousy at it.

MIA
At least for once I'm lousy at something I'm actually proud to be lousy at as opposed to all the other stuff I'm lousy at that I'm not so proud of.

LILLY
Mia, you really have to watch those run-on sentences. Not to mention ending a sentence with a preposition.

MIA
Sure, as soon as I'm over my current crisis, I'll focus on my multiple grammar problems.
(MORE)

(CONTINUED)

CONTINUED:

MIA (cont'd)
(then)
C'mon, Lilly, wouldn't *you* be freaked?

LILLY
Unimaginable event since my mother never had to meet with my algebra teacher.

MIA
Duh. That's cause all you get are "A"s! Teachers only want to meet with the parents of kids they fail.

Mia and Lilly exit the school.

EXT. UNIVERSITY HIGH SCHOOL - DAY

Mia and Lilly walk down the steps of the school. THE POPULAR KIDS, shiny and beautiful, hang in clusters forcing everyone else to walk around them. LANA WEINBERGER, (stunning teen beauty, long blond hair, awesome figure, long-legged, you get it) kisses her boyfriend, JOSH RICHTER (as handsome as any guy on any page of A&F). These two genetic fortunes reign the school.

LILLY
(off Lana and Josh)
Jerk and Jerkette sighting.

Mia looks, makes a grimace (for Lilly's eye) then watches Josh and Lana kiss for a beat or two longer than is necessary. But it's really Josh who is holding Mia's attention.

LILLY
What? You never saw two idiots exchange saliva before?

MIA
(quick cover)
It's like a train wreck. You don't want to look, but you can't help yourself.

LILLY
Whew. I was afraid you were going "A&F" on me. Then next you'd tell me you're going to the Stinson Beach Party with the rest of the morons.

MIA
(hiding)
Negative.

(MORE)

(CONTINUED)

CONTINUED:

MIA (cont'd)
You need a subscription to "Teen People" or at least "Teen Beat" to be allowed on shore.

LILLY
Which -

MIA AND LILLY
(proudly recite their slogan)
"We don't have, never will have, and can not under moral conscience associate with anyone who subscribes to teen propaganda."

EXT. PACIFIC HEIGHTS - AFTER SCHOOL

Mia and Lilly walk home after school through the ritzy neighborhood filled with important, stately homes.

MIA
Lilly, you ever worry about losing your scholarship?

LILLY
How could I? I'm already a brainiac, and I'm only utilizing 1/16 of my available brain matter as it is. But I do worry about a comet hitting San Francisco and taking out everything except Pacific Heights and Nob Hill. Which, of course, would demolish us and all other valuable, give-back-to-society citizens -

MIA
And leave the Bay Area to the decadent and the wasteful inherited.

LILLY
Exactly. Which begs yet again the nature vs nurture question? Are rich kids born jerky or made jerky?

MIA
Luckily, that's <u>one</u> problem I'll never have.

LILLY
Me neither. I might not've picked evolved parents to get born into, but thank God I didn't pick rich ones.

CONTINUED:

MIA
Oh, c'mon, Lilly, you really think we pick our parents?

LILLY
Of course we do. Mia, there are no accidents in life.

MIA
Wow. Killer concept.
(thinks)
Then that means I totally aced in picking my mom, but what was I - on total brain freeze when I picked out my father?

LILLY
(lost in thought)
Hey, maybe that should be my next episode for "Lilly Tells It Like It Is"?

MIA
What? My stiff of a father? You trying to put all cable subscribers to sleep?

LILLY
Nah, not your father! The scholarship versus the tuition kids here at University. Mia, an expose' like this could really rattle the school, so you'll do camera for me, right?

MIA
Don't I always?
(then)
But how much of an expose' can it really be, since you're the *only* scholarship student in the whole school?

LILLY
Most excellent. You just unearthed the central theme of the episode for me.

INT. LILLY'S APARTMENT - AFTER SCHOOL

Lilly and Mia are about to watch videos in the family room, an eclectic mix of intellectual bohemianism, where the only concession to blatant materialism is a big screen TV.

LILLY
Which Bond do you want to watch?

MIA
What's my choice?

LILLY
Pierce Brosnan, the skinniest Bond, Sean Connery, the hairiest Bond, or Roger Moore the most tan Bond.

Before Mia can answer, Michael enters the room. He is seventeen, a senior, incredibly good-looking, but not in an obvious, pretty boy way. It takes a minute or two to see Michael's appeal and most people won't look that long.

MICHAEL
Hey, Thermopolis, sorry to hear about the parent/teech showdown.

MIA
Lilly, you said you wouldn't tell anybody!

LILLY
I meant anybody important! Michael's my brother, aka nobody.

MICHAEL
No sweat, T, I won't tell anyone.
(then)
Mostly, cause I don't *know* anybody.

MIA
Thanks.
(then off tapes)
So, can we interest you in a Bond-fest?

MICHAEL
Hmmm. Moronic plots, gratuitous violence, megalomaniacal moguls. Pass, I get enough of that in school.

Michael heads back to his room.

(CONTINUED)

CONTINUED:

LILLY
(looks at watch)
Wow, that's a record. My brother was actually out of his room for a whole minute and a half.

MIA
Lilly, do you ever wonder what Michael really does in his room all the time?

LILLY
No, because I'm afraid I might end up figuring it out - and since we do share a gene pool, the less I know, the safer.

MIA
I don't get why you don't like your brother. True, Michael clocks in on the weird side, but he's good weird - not bad weird.

LILLY
Trust me on this -- when you share a bathroom with a person, there's no such thing as "good weird".

EXT. SOUTH OF MARKET - FOLLOWING

We are in South Park, home to artists, designers, crafts, etc. Lofts, coffee shops, one-of-a-kind boutiques. It is glaringly obvious this neighborhood is way down-market from the ritzy section of Pacific Heights where the school is located. A cozy park filled with locals rests in the middle of the square.

EXT. MIA'S LOFT/SOUTH PARK - CONTINUOUS

Mia and her mother, Helen, live in a converted artist's loft, exposed pipes, brick walls, etc. Funky space where half of it is devoted to Helen's painting studio. We see her large-scale paintings of abstract landscapes on every inch of wall space.

The rest of the loft looks like the inside of "I Dream Of Jeannie's" bottle - lovebeads serving as space separators, lava lamps, lots of kitsch, flea-market finds, multi-colored, fiesta dinner-ware mixed with vintage Deco lamps, etc. Clearly a creative mish-mash of people living on a budget. Comfortably messy.

HELEN THERMOPOLIS, (40) Bohemian, sexy, artist, has just come home and is taking her shoes off.

CONTINUED:

TIGHT ON MIA open-mouthed and staring at her mother in a state of shock.

HELEN
(off stare)
Mia, blink.

MIA
How? Just tell me HOW does my mother, or any person, for that matter, go to a parent/teacher conference and come out with a date?

HELEN
Easy. First Mr. Gianni told me how miserably you're failing algebra, how if you don't pass the final you're toast, and then he asked if I had dinner plans tonight.

MIA
Just like that?

HELEN
Well, there's only so long two strangers can discuss the Cartesian plane, so then we started talking and...

MIA
But there's OPEC, and world hunger, and what about the Rwandans? Mom, if you and Mr. Gianni were feeling so chatty, couldn't you have taken on one of *those* important subjects instead of the truly bizarro topic of "dating" each other?

HELEN
Mia, Mr. Gianni's not married, not living with anyone, isn't even stalking anyone.
(smiles)
Plus, he's not pierced, tattooed, or hair-plugged! Do you realize how rare a find that is south of Market?

Helen realizes Mia is not amused.

HELEN (cont'd)
You're not laughing.

CONTINUED: (2)

MIA
You're not kidding.

HELEN (cont'd)
Oh, c'mon, sweetheart, does my going out with Mr. Gianni really bother you?

ANGLE ON FAT LOUIE, Mia's over-sized Siamese cat, who at this exact moment is loudly coughing up a hair-ball.

MIA (cont'd)
(off cat)
See? Even Fat Louie is totally grossed out.

INT. MIA'S BEDROOM - FOLLOWING

A sectioned off quarter of the loft serves as Mia's bedroom. It is filled with posters of "Save The Whale", "Greenpeace", "Be Kind To Earth", "Amnesty International" etc. As Mia changes out of her school clothes and into her sweats, she talks to her cat.

MIA
(to cat)
Fat Louie, do you think my mother is deliberately trying to ruin my life?

EXT. MARKET STREET/SPORTS CLUB - AFTER SCHOOL

Mia gets off the trolley, now wearing sweats. She quickly crosses the street and rushes into a sports club, walking past the health bar, where a few people are sipping carrot juice, to the rock-climbing wall.

The wall is a forty-foot vertical block, pock-marked with stones. The stones are strategically placed for the positioning of feet and hands as the climber scales the wall.

Mia smiles at the instructor. They know each other and flash a wave and a smile. A friendly greeting.

MIA
Ready?

INSTRUCTOR
Tie yourself in.

He hands Mia the protective rope and harness. She straps herself into the harness and tugs at the rope, making sure it is securely in place.

CONTINUED:

The instructor firmly holds the other end of the rope - taut enough to protect Mia, but loose enough to afford her slack to climb. Mia walks to the wall, studies it and preps herself for the climb. The Instructor girds himself.

MIA
I'm ready.

INSTRUCTOR
Go.

Mia grabs on to the stones and begins her climb, from stone to stone. We see the strain on her muscles as she scales the wall, grabbing one stone with her fingers, placing a foot on another stone - constantly judging the stones for distance, balance and optimal climbing placement.

Mia makes it to the top. She lifts her hands in triumph.

MIA
YES!

On this wall, Mia's spirit is forceful. Nothing can touch her here.

INT. MIA'S BEDROOM - LATER THAT NIGHT

Mia pretends to be sleeping when Helen enters.

HELEN
Mia, I know you're only pretending to be sleeping, so I'll only pretend to tell you Mr. Gianni says you're very bright, but the reason you're failing algebra is because you don't concentrate enough during class.

Now Mia rises. Her interest piqued.

MIA
Mom, did Mr. Gianni happen to dissect me *before* or after he kissed you?

HELEN
And how exactly do you know he kissed me?

MIA
Aha! So he did! Knew it. Just tell me one tiny thing - when you kissed Mr. Gianni, did your foot go up in the air?

CONTINUED:

HELEN
Huh? Why would my foot go up in the air?

MIA
How do I know? I've never kissed anybody except Fat Louie. But in the movies whenever a girl gets seriously kissed, her foot goes up.

Helen laughs; kisses her daughter good-night.

INT. UNIVERSITY HIGH SCHOOL/ HALLWAY - THAT MORNING

Mia is at her locker.

MIA'S POV:

JOSH and LANA entering the school, arms around each other and making their approach. Josh's locker is next to Mia's locker. Josh is totally unaware of Mia. We can tell from Mia's reaction and how she shyly turns away that Josh has an impact on her, but no way would she let anyone know. Lana snuggles up against Josh as he extracts books from his locker.

As Josh closes his locker, Lana spots Mia, and cruelly snaps the back of Mia's bra.

LANA
Mia, is that really a bra you're wearing...or a rubber-band pretending to be a bra?

Lilly approaches from behind, having overheard the exchange. Always protecting Mia.

LILLY
Lana, are you really a humanoid or an android pretending to be a natural blond?

Lana huffs off and disappears into the crowded hallway.

MIA
Thanks. I was just about to say that myself.

LILLY
(rolling eyes)
I am so sure.

CONTINUED:

MIA
Okay, maybe not the exact same thing, but, I swear, real close.

LILLY
Thank God our classes aren't coed. It's bad enough to be confined in a room with Lana, but can you imagine having to sit next to a Josh Richter?

MIA
(exaggerated disgust)
Only in a nightmare of Gothic proportions.

INT. ALGEBRA CLASS - FOLLOWING

Mia sits in the back of the class, trying to disappear. Lana sits directly in front of Mia.

ANGLE ON GEEKY GIRL, wearing thick glasses, goofy, curly, frizzy hair, etc.

LANA and her idiot friends cruelly tease her.

LANA
(to geeky girl)
Love your look, but isn't it a little early for Halloween?

The geeky girl turns away. Mia catches the entire exchange. Feels bad for girl.

ANGLE ON MR. GIANNI, a sexy, 45-year-old, Sam Shepardish, algebra teacher, standing at the head of the class.

MR. GIANNI
Let's let's try setting up a geometric series to calculate how many gifts you would receive in total in the song "Twelve Days of Christmas?"
(scans class)
Mia?

MIA
Mr. Gianni, don't you think that exercise suffers from religious bias?

Mr. Gianni has been rendered speechless. The class stares at Mia. What a weirdo. Lana and her friends pointedly snicker.

INT. MIA'S LOFT - FOLLOWING

Mia enters the loft to find her mother painting wildly with strong, aggressive strokes on a large canvas.

The sounds of JOHN COLTRANE loudly fill the air.

MIA
Uh-oh, you're listening to Coltrane and you only listen to Coltrane when "Art in America" calls you a "female" painter, or some moron guy doesn't call you back after a mushy date.

Helen crosses and shuts the tape-deck off.

HELEN
(oddly serious tone)
Mia, your father called from Genovia ...and he's coming to San Francisco tomorrow to see you.

MIA
(disturbed)
Tomorrow!? But my birthday's not for another three months and he NEVER visits *except* on my birthday!
(anxious)
Uh-oh, something's wrong, isn't there? Is Dad okay?

HELEN
Your father's fine, he just needs to talk to you.

MIA
(nervous)
I bet he's coming to tell me he can't pay my tuition anymore, right? Oh no, am I switching schools? Mom, I can't go to a new school and start all over. Can I school at home instead? Like some of the Sausalito kids who still have hippie parents? Did you know *those* kids score better on their SAT's and suffer fewer emotional -

HELEN
Mia, before you tailspin, suppose you just <u>wait</u> and see what your father wants to talk to you about?

CONTINUED:

MIA
WAIT? Ma, you might've noticed over the years I'm weak on patience.
(new thought)
Oh, no! Does seeing Dad tomorrow mean I'll have to see him AGAIN in a few months?! Twice in one year?! Mom, my grasp on mental health is already an iffy issue. You trying to push me over the edge?

HELEN
(strained)
Mia, just promise me after school, you'll go straight to The Fairmont and find your father.

MIA (cont'd)
(angry)
Sure. Providing I can tell the stiff apart from all the other statues there.
(then)
But, Mom, if I *am* switching schools, can we pick one that's not so math heavy?

INT. MIA'S BEDROOM - FOLLOWING

TIGHT ON WOODEN BOX sitting on top of Mia's desk. Mia opens the box. Inside is a photo of Mia with her father from last year, and a collection of multi-colored Faberge' eggs. Mia shuts the box, and picks up Fat Louie. Her one safe-bet ally.

MIA
(to cat)
Why do I have to see my father? All he's gonna do is give me another stupid egg?

EXT. UNIVERSITY HIGH SCHOOL - AFTER SCHOOL NEXT DAY

Mia walks out of the school and down the marble steps. She can't help but notice Lana, Josh and the POPULAR CROWD are hanging out on the steps, laughing, listening to music, etc. It is obvious to us and to Mia that the crowd is oblivious to Mia as she rushes down the steps.

EXT. FAIRMONT HOTEL/NOB HILL - AFTER SCHOOL

Mia, still wearing her school uniform, casually walks up the red-carpeted steps to the grand Fairmont Hotel which resides at the top of Nob Hill. She is about to enter when one of the uniformed GUARDS, (who thinks he's guarding The Buckingham Palace) prevents Mia from entering.

GUARD
(snooty)
I'm sorry. The Fairmont doesn't allow minors to enter if they're unaccompanied by an adult.

MIA
(been here)
I'm meeting my father in The Laurel Court, and I just want to point out that we do this Spanish Inquisition thing every year.

GUARD
(could care less)
Your father's name?

MIA
Phillipe Renaldo.
(helping)
Looks a lot like Jeremy Irons when he played Claus Von Bulow, but younger and way better-looking.

The GUARD'S expression instantly changes. He whispers into his sleeve, (like the FBI) and out of seemingly nowhere a bevy of GUARDS arrive and glide Mia into the hotel.

MIA (cont'd)
(to Guards)
Geez, my Dad must be some heavy tipper, huh?

INT. LAUREL COURT/FAIRMONT HOTEL - SHORTLY LATER

Ornate, columned dining room where ancient waiters silently serve off silver trays.

ANGLE ON LARS, a well-built man, (45) who stands quietly against the back wall of the Laurel Court. Lars wears dark sunglasses and slowly scans the restaurant.

CONTINUED:

The camera finds MIA sitting at a choice table in the Laurel Court with her father, PHILLIPE RENALDO, a forty-year-old, very dignified and handsome man, but incredibly straight-backed and stiff. His expensive suit looks starched on, and this is a man who is clearly uncomfortable in his own skin. An already opened box revealing yet another Faberge' Egg sits next to Mia. Things are strained between them and Mia is stifling a yawn as she forces herself to keep a smile on her face.

THE ELDERLY WAITER brings tea. It is clear from Phillipe's reaction, that he has known the waiter for years.

WAITER
(reverential)
Always a pleasure to have you back at The Fairmont.

PHILLIPE
Thank you, Edward.

The WAITER is about to serve Mia when she takes out her own tea from a baggie.

MIA
Just hot water, please. I brought my own tea.

The WAITER nods with injury, then serves Phillipe tea.

PHILLIPE
Amelia, I'm sure the tea at the Fairmont will be to your liking.

MIA
Dad, I don't mean to scare you but do you know they've found tracings of rat poisoning in commercial tea brands.
(shows bag of weird loose tea)
Want some valerian root? It's filled with bark, great for the spleen.

PHILLIPE
No, thank you. My spleen and I tend to leave each other be.

ANGLE ON LARS watching the whole tea operation carefully. He gives Phillipe a "smart move" nod. More uncomfortable silence for a few beats; then:

CONTINUED: (2)

MIA
So...Mom said you wanted to talk to me about something?

Phillipe is clearly uneasy about broaching this subject.

PHILLIPE
Yes, that's correct.
(then)
The fact is, I have something to tell you that will have tremendous impact on your life.

MIA
Okay...but I bet I know what it is?

PHILLIPE
I seriously doubt that.
(then with difficulty)
Amelia, my physician has recently informed me that I can no longer produce off-spring?

MIA
(offended)
"Produce off-spring?" What's that make me? Some "off-sprung"?

PHILLIPE
Mia, do you understand what I'm saying?

MIA
Okay...so you can't have any more children. Got it. But since you're not even married, how, Dad, is this a biggie?

PHILLIPE
Amelia, what do you know about my country of Genovia?

MIA
I know it's to the west of Monaco and that it never snows, but the ladies still wear disgusting fur-coats all the time and so do their little dogs that they carry in their purses.
(important)
Do those ladies really think dogs like to be in purses? Even if they are Hermes'?

(CONTINUED)

CONTINUED: (3)

PHILLIPE
Amelia, have you ever heard of Artur Christoff Phillipe Gerard Grimaldi Renaldo?

MIA
Nope. Who's the name-hog?

PHILLIPE
The Prince of Genovia.

MIA
Gross. I bet he shoots helpless ducks all the time like Prince Charles, huh?

PHILLIPE
I abhor sport hunting.

MIA
Cool, but what about the jerk who can't decide on a name?

ANGLE ON LARS stifling a chuckle. Phillipe shoots Lars back a "that is not humorous" look.

PHILLIPE
The jerk is none other than I.
(beat)
I am Artur Christoff Phillipe Gerard Grimaldi Renaldo.

MIA
You?! But you just said that guy's the Prince of Genovia?

PHILLIPE
Correct. I did.

MIA
(stunned)
THEN *YOU'RE* THE PRINCE OF GENOVIA?!

PHILLIPE
Correct. I am.
(the gist)
And you...you're not Mia Thermopolis anymore. You're Amelia Mignonette Grimaldi Thermopolis Renaldo, <u>Princess Of Genovia.</u>

MIA
ME? A PRINCESS?
(laughs)
(MORE)

(CONTINUED)

CONTINUED: (4)

MIA (cont'd)
Oh, c'mon, that's funny in an Olson twins stupid kind of way, but let's get real. I am not Princess material. Lady Di was Princess stuff. Even Fergie's finally got it going due to Weight Watcher's, but me?!

PHILLIPE
(all business)
You will learn French and Italian and given time you will find Genovia quite a suitable place to be living.

MIA
Live in Genovia?!
(now nervous laughter)
Ha, ha, ha! Very funny, Dad. You almost got me going. Cute joke, and especially coming from you, cause no offense, but you are so not known for your comedy chops.

PHILLIPE
Although the Palace is rather large, your quarters will be close to mine and on frequent occasion we will share our meals togeth-

MIA
Whoa! Joke's over!
(then loudly to Lars)
He's kidding, right?!

LARS
(whispers back)
He never kids.

PHILLIPE
The most difficult adjustment you'll confront as princess will be the lack of people your own age, but you'll be so busy with Royal functions that -

MIA
Whoa, whoa, whoa! REWIND! FREEZE!
(stands up and shouts out)
I'M NO PRINCESS! I'M STILL WAITING FOR NORMAL BODY PARTS TO ARRIVE!

ANGLE ON OTHER PATRONS - who all stop their discreet, hushed conversations and stare at Mia.

(CONTINUED)

CONTINUED: (5)

MIA (cont'd)
(to room)
Well...c'mon, what princesses do any of YOU know with size eleven feet?!

Mia storms out before Phillipe can respond. Phillipe is visibly disturbed. Lars tries to soothe things over.

LARS
I think that went very well, Your Highness.

PHILLIPE
(exasperated)
And in what possible way would that be?

LARS
I'm still working on that one, Your Highness.

INT. LOFT - FOLLOWING

Helen is in a very difficult, pretzel-like yoga pose in the middle of the loft. Candles and incense surround her. Helen is "Ommming", but it is clear she is having trouble both holding the pose and concentrating on her chanting. FAT LOUIE climbs all over Helen, meowing for attention. Helen tries to shoo the cat off without losing her pose. Hard to zen-out with a cat in your face.

HELEN
(annoyed to cat)
Fat Louie, I'm having trouble "ommming" with you "meowing"?

Mia bursts into the loft, sees her mother on the yoga mat and dives into a tirade.

MIA
(furious)
Mom, you will never, ever believe what that wacko told me!

HELEN
(strained)
That your father's not an ordinary business man, but in fact, he is the Prince of Genovia.

CONTINUED:

MIA
(amazed; hurt)
You knew? When...when...exactly did he tell you?

HELEN
(guiltily)
Sixteen years ago.

Mia is too stunned to speak. Then she explodes.

MIA
IN FIFTEEN YEARS YOU COULDN'T FIND A SPARE MINUTE TO TELL ME?
(flipping out)
The only explanation for this insanity must be my parents are pods?! Just tell me, are you Pod #1? Or Pod #2?

HELEN (cont'd)
Mia, I decided it was best to keep certain things from you until you were older and would better under-

MIA
YOU DECIDED? Well, now I'm deciding it's best I bolt before I tell you how much I hate you for lying to me my whole life!

Now before Helen can extricate herself from her tangled-limb position, Mia runs out of the loft.

Helen is desperate to get up and catch her daughter, but her limbs aren't cooperating. She falls over, face-down on the cat. We hear a loud "MEOW" of discomfort from Fat Louie and an equally disturbed "OUCH" from Helen.

EXT. MIA'S LOFT - CONTINUOUS

Mia gets outside, hangs a left. Could've just as easily been a right. Mia just needs to lose herself.

INT. MARKET STREET/PAYPHONE - HOUR LATER

It is now raining and dark. Mia is still overwrought and wandering the streets alone. She stops at a payphone.

INT. LILLY'S APARTMENT - SAME TIME

Lilly is at the table having dinner with her parents, TWO FREUDIAN SHRINKS, and Michael. We catch them mid-dinner.

CONTINUED:

LILLY
...does the fact that Michael hides in his room 24/7 except for when he deigns to go to school, suggest he's battling latent agoraphobic tendencies? Or could he simply be a loner-loser honing his loner-loser skills?

FATHER
Lilliana, let's explore your reluctance to validate your brother's existence.

SFX: PHONE RINGS:

Lilly grabs the phone.

LILLY
(in phone)
Lilly Moskovitz and others?

INTERCUT WITH MIA who is at the payphone and now drenched from the rain. Mia opens her mouth to speak, but she's crying so hard, nothing comes out.

LILLY (cont'd)
(in phone)
Hello? Hello?
(whispers to parents)
Which one of you has the heavy breather patient?

Mia can't talk; she hangs up the phone and huddles alone and scared in the phone booth.

INT. LOFT - HOUR LATER THAT NIGHT

Phillipe sits still at the kitchen table; Helen nervously paces.

HELEN
This! This is exactly what I was afraid of!

PHILLIPE
Helen, all this trauma could've been avoided if Mia was properly raised in Genovia - her birthright as well as her duty.

CONTINUED:

HELEN
Phillipe, Mia has one duty and one duty only! And that is to continue growing into the wonderful and spirited young woman she is! Which never would've happened under the Royal Protocol.

PHILLIPE
And what proof do you have of that?

HELEN
I'm staring straight at it!

Although that plenty stings, Phillipe keeps his poker face. The door opens and a soaking-wet Mia enters, looking tired, angry, and bewildered. She looks at her parents and doesn't know which one she's angrier with.

PHILLIPE
AMELIA!

HELEN
MIA!

MIA
I don't understand how two people who only dated for one tiny summer can somehow ruin the rest of my entire life!

Mia runs into her bedroom and slams the door shut. Helen glares at Phillipe.

HELEN
(fuming)
Phillipe, this would be an excellent time for you to leave.

Phillipe rises with clear discomfort. He looks around this strange loft with clear disdain for the environment.

PHILLIPE
Might I use the facilities first?

HELEN
Bathroom's behind the love-beads and to the left of the lava lamps.

PHILLIPE
Of course it is.

INT. MIA'S BEDROOM - FOLLOWING

Mia lifts the wooden box which houses the Faberge' eggs and her father's photos. She carries the box to the window, is about to drop them out onto White Street, then changes her mind. Mia decides instead to hide the collection deep in her closet, in some sort of attempt to bury her father's presence. Fat Louie follows her every move.

MIA
(to cat)
You are so lucky you don't know who your parents are!

INT. MIA'S BEDROOM - LATER THAT NIGHT

Mia is lying on top of her bed, holding tightly on to her cat, when -

SFX: A KNOCK ON THE DOOR

Mia ignores it.

HELEN (V.O.)
Can I come in?

Mia doesn't respond. Helen waits a beat, then opens the unlocked door, and enters the room.

MIA (cont'd)
I thought you said we didn't need locks because a closed door was something to be respected.
(angry beat)
But then you also said *honesty* was an important thing, too.

HELEN
Mia, I promise the reason I didn't tell you the truth was not to hurt you, but instead to protect you.

MIA
Wrong! You were protecting *yourself*! Not me.

HELEN
I thought I *was* doing the right thing.

CONTINUED:

MIA
The right thing for *who*? You try living fifteen years thinking you're *one* person -- then in five minutes you realize you're a princess?! What? Just in case I'm not enough of a freak already - LET'S ADD A TIARA!

HELEN
(eyes welling up)
Mia, I wanted you to have a normal childhood.

MIA
Mom, what we had was never "normal", but at least it was OURS!
(buries her face in the pillow)
Now go away!

Mia waves her mother out the door. Helen doesn't know what to do or say. She reluctantly backs out of Mia's room feeling helpless. Mia clings onto her cat for security.

MIA (cont'd)
(to cat)
Don't worry, Fat Louie, when I run away - I'm taking you with.

INT. LOFT KITCHEN - NEXT MORNING

Mia, dressed for school, sits with Helen, (still in robe) and Phillipe at the kitchen table. It's only seven in the morning and Phillipe is in a 3-piece suit. Granola, sprouts, carrot and wheatgrass juice sit on the kitchen table untouched. Things are heated and we find the three of them in mid-battle.

ANGLE ON MIA - freaking big-time as she explodes on her father.

MIA
What?! I have a grandmother? I don't have a grandmother!
(is this my life?)
Do I?

PHILLIPE
Actually, you do have a grandmother. She is the Dowager Princess, my mother.

CONTINUED:

MIA
(to Helen)
Did *you*, by any chance, happen to know I have a grandmother?

HELEN
(embarrassed)
Yes, in fact, I've..uh...once met your father's mother back when-

MIA
(losing it)
Okay, okay, gimme a hint here - is there ANYTHING ELSE about ME and MY life that just maybeeee...I might wanna know about? Or are you both waiting to go on Jerry Springer to tell me I have a twin sister or some other mega-weirdness?

PHILLIPE
As I was saying, because you are the future heir to the throne, it is imperative that you begin princess lessons right away. You will be formally presented at The Genovian Ball in only one month's time. My mother shall arrive tomorrow to begin instructing you -

MIA
Tomorrow? Excellent. And I hope she likes San Francisco, cause she'll be doing San Francisco without me!

PHILLIPE
Amelia, I insist that you obey the commands of the Royal family.

HELEN
(strong advocate)
Phillipe, Mia obeys the only family she recognizes - which is me!

MIA
Wrong again! I don't have a family with either one of you because you're both liars and families aren't supposed to lie to each other!

CONTINUED: (2)

PHILLIPE
Helen, is this how you raised my daughter? To be undisciplined and argumentative?

HELEN
On the contrary! I raised MY daughter to be self-thinking and to stand up for her beliefs!

MIA
Which, by the way, I am seriously trying to do! And my new BELIEF is you are both nuts!
(then)
Wait. Was I really adopted and maybe somewhere out there I have a normal set of parents?

A SERIES OF QUICK DISSOLVES WHERE WE SENSE A LONG PASSAGE OF TIME TO SHOW A CONTINUING, FRUSTRATED BATTLE.

1. Helen taking aspirin for a headache.

2. Phillipe taking aspirin for a headache.

3. Finally, Mia taking aspirin for a headache.

HELEN
Okay, this is getting us nowhere fast and -

MIA
I've already missed my first class, so can we, like, end the torture?

HELEN
Okay. I have a thought.
(to Mia)
Ultimately, Mia, you do have sole decision regarding your future; but, the only way to reach a correct decision is to be informed of exactly what your choices are.

MIA
I already am. And I don't want to change my life for some stupid throne. AND I DON'T WANT PRINCESS LESSONS!

HELEN
Yes, that's what Mia Thermopolis of San Francisco wants.
(MORE)

(CONTINUED)

CONTINUED: (3)

HELEN (cont'd)
But you don't know yet what Princess of Genovia wants, and unfortunately you are both people. So until you understand both people you can't fairly choose either.
(to both Mia and Phillipe)
This is a fair compromise, isn't it?

Mia shrugs.

PHILLIPE
(wary)
Exactly what does this "compromise" consist of?

HELEN
I propose that Mia promise to attend princess lessons until The Genovian Ball: At which time, Mia reserves the right to accept the responsibilities of the throne and all that it entails, or forever more reject it.
(to Mia and Phillipe)
Can you both live with that?

Both Mia and Phillipe talk at once.

MIA AND PHILLIPE
If I must.

Phillipe and Mia look at each other with surprise at their mutual answer.

INT. LOFT ELEVATOR - FOLLOWING

Mia and Phillipe ride the old, freight-style elevator down. Things remain chilled.

MIA
So this princess thing is sorta like a job, huh?

PHILLIPE
If you care to view it that way, yes, learning to be a princess is your job of the moment.

MIA
Hmmm, a "job", huh?
(mulls it over)
Okay. Then if I'm working, I want to be paid for my time.

CONTINUED:

PHILLIPE
Are you actually suggesting I pay my own daughter to abide by my simple wishes?

MIA
No. That would be insulting to both of us.
(then)
But the whales won't be insulted one bit. Much thicker skin.

PHILLIPE
(thrown)
Excuse me?

MIA
(to Phillipe)
Instead of giving me the money, how 'bout you make a donation to Greenpeace for every day I'm princessing it.

PHILLIPE
Well...
(after a hard beat)
I suppose I could donate a hundred dollars per day to whatever charity you desire.

MIA
Okay. Good.
(then)
Do we need to put this in writing?

PHILLIPE
I think you can trust me on this issue. And if I default, you can always resort to the American way -- sue me.

MIA
(rolling eyes)
Yeah, right. Sue a prince. I'll probably get beheaded.

EXT. MIA'S BUILDING - FOLLOWING

Phillipe and Mia exit the loft building. LARS waits by an open door of a black stretch limo.

CONTINUED:

PHILLIPE
Amelia, from this day forward, Lars will be driving you to and from school.

MIA
But I take the cable car every day with Lilly!

PHILLIPE
Your friend may still accompany you to school, should you elect, but it will be under Lar's supervision.

MIA
And if I refuse?

PHILLIPE
In that case, I would be forced to remind you that you have many subjects depending on you.

MIA
(sneering)
Oh, right! My citizens of Genovia, huh? Like they really care how I get to school!

PHILLIPE
Actually, I was referring to your whales.

MIA
(thrown)
Wow. Did you just make a joke?

PHILLIPE
(stone-faced)
I believe I may have.

Mia gets in the car. Phillipe gets in a second waiting limo.

INT. LIMO/SOMA - MOMENTS LATER

Mia sits in the back of the limo alone, feeling very disoriented. Lars catches her eye in the rear-view mirror.

LARS
Princess Amelia, is the temperature to your liking?

CONTINUED:

MIA
Yes, thank you. But if you ever call me Princess Amelia again, I'm making one with traffic. My name is Mia. Get it?

LARS
Got it.

Lars chuckles to himself; he likes this kid.

EXT. LILLY'S BUILDING/SOMA - MOMENTS LATER

TIGHT ON LILLY as she stares at limo.

LILLY
We're going in that obscene symbol of capitalism gone rampant?

MIA
Julia Roberts did in "Pretty Woman"?

LILLY
Move over.

Lilly enters limo; Lars takes off with Mia and Lilly in the back.

EXT. MARKET STREET - THAT MORNING

As the limo drives smoothly up Market Street, Lilly plays with the TV and all the limo gadgets.

LILLY
Okay, what's the lowdown on the limo?

MIA
Nothing. It's just my Dad's.

LILLY
(probing)
And...?

MIA
(shrugs)
I dunno. I guess he's trying to be nice for some reason.

LILLY
Well, your father might want to know that excessive gift-giving does not compensate for years of emotionally vacant parenting.

CONTINUED:

Mia doesn't respond; she looks out the window.

ANGLE ON LARS spotting Mia's discomfort. He wants to rescue her.

LARS
Mia, there is a view from this car that you won't see in any guidebook.

Lars clicks a button and the sun-roof opens up, The girls look up. The blue San Francisco sky suddenly is exposed, like the coming attractions of a summer flick.

Mia and Lilly exchange glances and immediately know what to do. They stand, their heads bobbing through the opening. Both start waving to fellow motorists, bicyclists, etc. like returning heroes on parade.

Lars checks them out in the rear view mirror. A satisfied smile crosses his face.

INT. UNIVERSITY HIGH SCHOOL - THAT MORNING

As Lilly and Mia get out of the limo at school -

LILLY
Let's not forget limos are still symbols of an extravagant, consumer-plagued society, but...I sure hope your Dad's guilt lasts for at least another ride or two.

Mia laughs. Maybe there is a perk or two to this princess gig.

EXT. FAIRMONT HOTEL - AFTER SCHOOL

Mia exits the limo with Lars, who stays five steps behind. Mia approaches the hotel, much like the time before, except now she is received with great fanfare and excitement. Immediately upon recognizing her, THE GUARDS jump to attention, scurry about her, open doors, talk on their radios, etc. Mia is aware of the changed attitude.

MIA
(annoyed)
Boy, what a diff one lousy Prince for a father makes!

Mia enters the hotel.

INT. FAIRMONT HOTEL - DAY

Mia is instantly met by Phillipe and Lars, who scurry her to the elevator.

PHILLIPE
Come, Amelia. It is time to meet your grandmother and begin your lessons.

Mia rolls her eyes; Lars whispers for Mia's ear only.

LARS
Bit of advise - breathe deeply.

INT. FAIRMONT HOTEL/PENTHOUSE SUITE - MOMENTS LATER

ANGLE ON CLARISSE RENALDO, (65) -- We are looking at a Grand Dame, larger-than-life, highly imposing WOMAN who is always dressed head to toe in silk and velvet blue - and yes, that does include a turban. She uses a gold, walking cane for emphasis. Clarisse holds a small, skinny DOG who wears a blue, cashmere sweater over his skinny carcass.

The DOG growls at Mia. Mia growls back. Instant enemies.

CLARISSE
(blanching)
Phillipe, who is this?

ANGLE ON PHILLIPE AND MIA standing before Clarisse.

PHILLIPE
Mother, this is my daughter, Amelia. Amelia, from hereon you shall addresse my mother as Grandmere'.

Clarisse frowns; shakes head as she studies Mia.

CLARISSE
Mon Dieu! She looks more like something you'd find sleeping in a gutter.
(to Mia)
Doesn't that mother of yours ever feed you?

MIA
I usually cook for myself. I'm a vegan.

CONTINUED:

CLARISSE
What is this, a "vegan"?

MIA
I don't eat any animal products.

CLARISSE
Nonsense. God created one species to serve another and as truly as the grasshopper eats the cricket, the properly-fed person eats fois gras.
(waves him off)
Now be gone, Phillipe. Now that I have laid eyes on this...this...there is no word...we have no time to socialize. Much work to do.

PHILLIPE
When should I return?

CLARISSE
(disgusted as she studies Mia)
Eons.

Phillipe leaves. As soon as Mia thinks her father is out of ear-shot, she strongly makes her case.

MIA
Look, let's cut to the chase, okay? Now that I've met you and you've met me, let's get real, okay? Here's the plan - tell my father you thought you could princess-me-up before you met me, but now that you see me, you realize I don't have what it takes to be a princess.

CLARISSE
(shaking head)
In fact, it is impossible!

MIA
(relieved)
Good. Then we agree. Finally, someone in this insanity understands me. So let's just pretend we're going to try out this princess gig, and then in an hour or so we'll just tell my father, sorry, it's a no-go, but he'll think we at least tried, okay?
(MORE)

(CONTINUED)

CONTINUED: (2)

MIA (cont'd)
And don't worry about entertaining me, I have loads of homework, so y'mind if I use that table over there?

Mia heads towards the table. Clarisse grabs Mia back brusquely.

CLARISSE
Your homework is your personal responsibility. My concern rests only with your public responsibilities to the people of Genovia.

MIA
(crestfallen)
But I thought you said making me a princess was impossible?

CLARISSE
I did and it is. But the "impossible" must be accomplished none the less. And, Mon Dieu, so it shall!
(shouts out)
Prudence! Come here! At once!

PRUDENCE (50) appears. The loyal, spinster secretary, with ever-ready notepad in hand.

PRUDENCE
Yes, Madame?

CLARISSE
Take careful notes of what must be rectified.
(brusquely to Mia)
Turn.

MIA
What?

CLARISSE
Do as I say and do it promptly. Circle slowly so I can properly evaluate.

Mia doesn't move. She's immobilized by Clarisse's force and intensity.

CLARISSE (cont'd)
Child, are you deaf on top of being underfed?

Mia circles. Clarisse scrutinizes her. Piece-by-piece like she's a piece of furniture.

CONTINUED: (3)

Clarisse pokes different body parts with her gold walking cane, to highlight what Prudence should notate.

CLARISSE (cont'd)
Horrendous posture. Revolting hairstyle. Sallow complexion. Decent eyes but hidden beneath bushman eyebrows. At least the neck is seemly.
(final disgust)
But my Lord, who has nails like these?

ANGLE ON MIA'S multi-colored "Hard Candy" magenta/green nails.

ANGLE ON PRUDENCE - blanching. Mia catches it, and is annoyed.

MIA
(defensive)
But everybody wears their nails like this!

CLARISSE
Princesses may "belong" to everybody, but they are not *everybody*. Princesses are singular. They must care for everybody, but always stay separate.

MIA
Why "separate"?

CLARISSE
Because to protect your citizenry, you must make constant judgements. To make accurate judgments, you'll need distance. To have distance, you must stand alone.

MIA
(rolls eyes)
Great. Now I'm a pariah.

CLARISSE
No. A pariah swims alone because it is feared. A princess swims alone because she is revered.

ANGLE ON MIA as she stares out the Plaza window, wondering how much it would hurt if she jumped out.

CONTINUED: (4)

CLARISSE (cont'd)
(claps hands as in "fini")
Tomorrow you will wear nylons. Not tights. Not knee-highs. You are too old for such things, and put some color on your face - you look like a frightened ghost.

MIA
(under her breath)
You got "frightened" right.

CLARISSE
(off Mia's Doc Martens)
And I never, ever wish to see those abominations again!

As Mia walks out, she flashes her nails back in front of Prudence just to annoy the old prude.

ANGLE ON DOG - happy to see Mia leave.

MIA
(whispers to dog)
I don't like you either.

INT. LOFT - THAT NIGHT

Helen is cooking when Mia enters the loft.

HELEN
Hungry?

MIA
(ice)
Negative.

Mia walks past her mother.

HELEN
Hey, c'mon, kiddo - you still not talking to me?

MIA
Don't forget to pay the utility bill by 4:00 tomorrow or they'll turn the electric off again.
(chilly)
See? I'm "talking" to you.

Mia escapes into her room, leaving Helen devastated.

INT. MIA'S BEDROOM - CONTINUOUS

Mia enters her room, shuts the door.

MIA
(shouts back)
And wouldn't that now be "Princess Kiddo?"

INT. MIA'S BEDROOM - HOUR LATER

Now in sweats, Mia is trying to concentrate on her algebra homework. Fat Louie sits on her lap. Mia stares at her textbook, to no avail. Then she flings the book across the room.

MIA (cont'd)
(to cat)
Like a person could really factor their integers now?

INT. LIMO/PACIFIC HEIGHTS - MORNING

As Mia and Lilly ride to school.

MIA
C'mon, Lilly, cut me some slack, it's just this one shoot I can't help you on, okay?

LILLY
Okay, Mia, mystery game was fun for about two minutes, now it's a serious snore. Ever since I've known you, you've seen your father once a year, right? Now it's like four, five times a week? I sure hope you're not trying to resolve some early Oedipal issues, because Freud is so totally yesterday.

Mia stares out window to avoid eye contact.

INT. UNIVERSITY HIGH SCHOOL HALLWAY - AFTER SCHOOL

The halls are almost empty; the last students are rushing out. Mia lingers at her locker until she thinks it's safe, then she rushes into the GIRLS' bathroom with her knapsack.

INT. UNIVERSITY HIGH SCHOOL/GIRLS' BATHROOM - MOMENTS LATER

Mia waits patiently in a stall, until she is sure all the girls who are at the mirror fixing their make-up, etc. have left. Then she pulls panty-hose and a pair of black pumps from her knapsack, and puts them on.

Having managed that, Mia then exits the stall careful that no one has entered, and takes out a pink lipstick and puts it on her lips. Concerned she still might not have enough color, Mia dabs some of the lipstick on her cheeks and blends it in. Mia tries to control her frizzy hair with tap water, then gives it up.

INT. UNIVERSITY HIGH SCHOOL HALLWAY - MOMENTS LATER

School long over, the halls are now completely empty. Mia rushes out, not wanting to be seen even by the janitors when -

ANGLE ON COMPUTER CLUB DOOR opening and MICHAEL MOSKOVITZ appears, and Mia crashes into him. Her knapsack falls and her books spill out. Michael helps Mia pick up her books and papers.

MIA
Sorry.

MICHAEL
No prob, Thermopolis. No one I'd rather crash into.

ECU ON PAPER - it is a recent algebra test that Mia has failed. Michael picks it up. Mia is embarrassed, grabs it out of his hands.

MIA
DON'T LOOK AT THAT!

But he already did.

MICHAEL
Still flunking algebra, huh?

MIA
Stating the obvious, but is there anyone alive that doesn't know that?

CONTINUED:

MICHAEL
Probably not. Since most jerks here can only feel good about themselves if they're busy putting someone else down.

MIA
Gee, so glad to be of service.

MICHAEL
Look, algebra's a snap, once you learn the tricks.

MIA
I guess for you it is. I heard you scored near perfect 800's.

MICHAEL
So what? All that means is I have a standard brain for standardized testing. Not much to be proud of unless predictable brain function is your sole goal in life.
(then)
Tell you what, Thermopolis - I never have anything to do during study period, so if you want I'll show you some of my algebra moves.

MIA
(first smile in days)
I want.

Mia rushes out.

EXT. GENOVIAN CONSULATE - DAY

A stately mansion resting high in the hills of Nob Hill. The Genovian flag waves proudly outside the grand building that serves as the consulate for Genovia.

INT. GENOVIAN CONSULATE DINING ROOM - SAME TIME

TIGHT ON MIA - odd sight, since her neck is fastened by a Hermes' scarf to the back of a high-backed chair. Clarisse studies her from the other side of the table.

MIA
You really expect me to eat while shackled?

CONTINUED:

CLARISSE
I most certainly do. A woman's carriage says all one needs to know about a woman's character. The scarf is merely a training tool - eventually you will sit properly without it.

The WAITER delivers salads. Mia immediately sprinkles her salad with salt, as Clarisse scrutinizes her every move.

CLARISSE
Amelia, a smart person keeps their ignorances to themselves. An ignorant person shares their stupidity with the entire world.

MIA
And I suppose I must be the ignorant person in this case?

CLARISSE
Did you not just salt your plate?

MIA
Using salt is a sign of stupidity?

CLARISSE
When one uses it *before* tasting one's meal, it shows lack of judgement, lack of analysis, lack of respect for whomever prepared your food, lack of thought, and lack of patience.

Mia is speechless. Who wouldn't be?

CLARISSE
A smart person tastes first, thinks second, acts third.

MIA
You mean when using salt?

CLARISSE
I mean when using life.

INT. STUDY ROOM - AFTERNOON

Michael and Mia are going over her algebra homework.

MICHAEL
...so Thermopolis, any questions on the quadratic formula?

CONTINUED:

MIA
Yeah, I still don't get why if a person wants to know what time a train traveling at 67 miles per hour will arrive in Fargo, North Dakota if it leaves Salt Lake City at 7am, they can't just look at a train schedule?

Michael laughs.

INT. GENOVIAN CONSULATE - DAY

Mia walks into Clarisse's quarters and is bombarded by Clarisse's force of energy.

CLARISSE
(claps hands)
Let the work begin.

Before Mia can even react, a bevy of assistants, some holding suitcases, some clothing bags, others smaller hair and make-up cases, surround her and start "fixing".

ASSISTANT #1 opens a long case, pulls out a body-length folding mirror, opens it. Windexes it clean.

ASSISTANT #2 opens her suitcase and displays a collection of suits for Clarisse's approval.

Mia is lost - a young Gazelle trapped in a petting zoo.

ASSISTANT #3 opens two suitcases and reveals bushels of hats. Hats off all colors and sizes come flying on/off.

ASSISTANT #4 opens boxes with hundreds of shoes.

ASSISTANT #5 - You never saw so many Hermes' scarves in one life. Well, even if you did - you never saw so many ways to knot them.

Paolo, a 30 year-old fashion hair stylist, walks in, followed by two cheekboned assistants. Paolo is Prada to the max. His assistants carry in his worktable and tools (mirror, gel, scissors, brushes, etc.).

Paolo circles Mia, studying her from different angles. He studies Mia's frizzy hair.

PAOLO (cont'd)
(touching Mia's hair)
Tsk, tsk, tsk...what we have here is a mane in pain!

CONTINUED:

CLARISSE
Paolo, we have only a month before Mia must be presented to society. Quite a challenge, non?

PAOLO
Frightening.
(nodding)
First, what color?
(then)
I had the exact same problem at my coming-out gala...Of course, I was dealing with a different, so much more judgemental audience.

Paolo leans close to Mia and whispers.

PAOLO (cont'd)
I never went through the princess stage like you...you're so lucky...
(to crowd)
Scissors!

Mia so hates her life. Could it possibly get worse? Oh, yeah. Watch.

MONTAGE UNDER MUSIC:

1. Mia getting her long hair layered and cut.

2. Mia getting her hair lightened and high-lighted. Assistants buzzing like worker bees. Paolo is working so hard, a loyal assistant works the sweat from his brow.

3. Mia gets her eyebrows tweezed, waxed, trimmed. With every tweeze, Mia twitches in pain.

5. Mia getting a French pedicure and a French manicure.

FOUR HOURS LATER

Prudence is slumped in a chair, rumpled and looking like she stuck her finger in an electric circuit. Clarisse looks fresh as a daisy. Paolo stands in front of Mia, blocking her from view. He is putting the final touches on his masterpiece. Then -

PAOLO (cont'd)
Voila!

ANGLE ON MIA - she looks sensational in a chic, youthful Chanel suit. Her long, untamed, frizzy hair has been cut into a short,chic bob and blown straight.

CONTINUED: (2)

Mia is now a butter-blond, and her new make-up looks natural and sophisticated.

Mia feels like a Ming statue on display, as Clarisse circles her, studying every inch...

Mia is too afraid to look at herself in the mirror -- afraid she won't like what she sees, equally afraid she will.

CLARISSE
I am beginning to see the light at the end of the tunnel.

MIA
(worn)
Except it's probably just another train coming.

INT. LOFT - FOLLOWING

Helen and Mr. Gianni have just returned from a date. They both have red wine stains on their clothes.

HELEN
I'm glad I wasn't the *only* one who spilled their wine. Take your shirt off, I'll rinse it out for you before it stains.

Mr. Gianni takes his shirt off, revealing a beautiful chest. Helen forces herself to look away.

MR. GIANNI
Hey, I don't want you to think I'm easy. I only spill with girls I really like.

Helen laughs. Then the charged moment gets interrupted, as the door opens and Mia enters. At the moment, Mia is so needy after her day of horror, that she is willing to momentarily forget how angry she is with her mom.

MIA
(on entrance)
Mom, look what they did to -

Mia spots Mr. Gianni, which is bad enough, except now he's bare-chested. It stops Mia cold.

MIA (cont'd)
Uh, hi.

CONTINUED:

Helen is as embarrassed as Mia. She holds up Mr. Gianni's shirt.

HELEN
(flustered)
Mia! Hi!

MR. GIANNI
Hello, Mia. You look very -

HELEN
(looks to Mr. Gianni)
I'm just washing Mr. Gianni's shirt and -
(takes Mia in)
WOW! YOU LOOK BEAUTIFUL!

MIA
Yeah, great, except I no longer look like me. But then why should a girl look like herself when she can look like *someone else*. Right?

HELEN
Would you like to have dessert with us?

MIA
No. Me and whoever this is that I look like have homework.

Mia scurries to her room, eager to get away from the two of them. Helen sighs. Another flub.

INT. MIA'S BEDROOM - FOLLOWING

Mia escapes into her room, throws her books on the bed -

MIA
(to self)
At least she wasn't washing his pants!

Mia is about to pick up Fat Louie.

ANGLE ON CAT as he takes one look at the transformed Mia and HOWLS. He runs under a chair.

MIA
Relax, it's still me! Just a way angrier version of me.

INT. LIMO - MORNING

Mia is in the limo alone with Lars, on their way to pick up Lilly. Lars catches Mia in the rear-view mirror.

LARS
Miss Mia, I think you look very attractive.

MIA
(embarrassed)
Uh...thanks.

EXT. LILLY'S BUILDING - CONTINUOUS

ANGLE ON MICHAEL as he enters the limo without seeing Mia closely yet.

MICHAEL
Hey, thanks for giving me a ride to-
(spots Mia)
Phat.

MIA
What?

MICHAEL
The hair.

MIA
(uneasy with compliment)
Oh.

ANGLE ON LILLY entering limo.

LILLY
Michael, don't think you can always ride with us, because -
(spots Mia)
Oh my God, who destroyed you?

MIA
(shrinking)
Oh. You think it looks *that* bad?

MICHAEL
I don't.

LILLY
(to Michael)
Who asked you?
(to Mia)
You look ridiculous.

(CONTINUED)

CONTINUED:

MIA
I know it's a little lighter, and shorter...

LILLY
And weirder! But what I really can't believe is you blew me off yesterday when I really needed you on the shoot, just so you could clone Lana Weinberger?

Mia stares out the window, too hurt and upset to respond. Lilly's also upset, so she's like a dog with a bone.

LILLY (cont'd)
C'mon, Mia, fess up? I never know where you ARE these days, and now -- you're turning into a Lana wanna-be?! WHY? WHAT'S HAPPENING TO YOU?

Mia doesn't respond, but we see her eyes welling up with tears. Michael tries to make eye contact with Mia, but Mia angles her body so neither Lilly nor Michael can see that she's crying, but Lars catches it in the rear-view window. He feels for the kid.

EXT. UNIVERSITY HIGH SCHOOL - TEN MINUTES LATER

Lilly and Michael get out of the limo and start to join the throng of students entering the school. Mia feels awkward and self-conscious about her new hair, and before exiting the limo, Mia pulls a funky hat out of her knapsack and puts it on, desperately trying to cover her hair. Lilly instantly nails her.

LILLY
Mia, you really think wearing a hat is going to keep people from seeing your new Lana "do"?
(taunting her)
The student population might be morally bankrupt, but they are not blind!

Mia is about to burst into tears, but instead she uncharacteristically defends herself.

MIA
Lilly, why don't you just shut-up?

ANGLE ON MICHAEL as he stops in his tracks, surprised by Mia's strong words.

CONTINUED:

MICHAEL
(impressed)
Ouch.

Michael looks to his sister to catch her fury, which is huge. Like watching a tennis match, the fight is on and as it escalates it catches other students' attention as well. Mia and Lilly are the new game to watch -- and everyone's watching. Even Lars.

LILLY
(stunned to Mia)
What did you just say to me?

MIA
I told you to "shut-up".

LILLY
Weird. That's what I thought you said.

MIA
(after a beat)
Lilly, I'm tired of you raggin' on me all the time, and always telling me what to do and how to do it. I get enough of that from my mother and NOW my father!

LILLY
Mia, what is your problem, or are you just having some weird out of body "X-Files" experience?

MIA
No. I'm having my first glimpse that maybe *you're* the one with a problem, not me.

Lilly is so stunned it takes her a sec to respond.

LILLY
You are so not the Mia I know!

MIA
If you only knew how true that is!

Mia storms into school. Lilly makes a wide diagonal cross and enters school from the opposite side. War is on.

INT. MR. GIANNI'S CLASS - FOLLOWING

Mia is sitting in the back, trying to use her full mental energy to disappear. Mia still wears the hat.

Mr. Gianni is about to addresse the class, when he spots Mia.

MR. GIANNI
Mia?. I'm sorry, but hats are against the dress code.

ANGLE ON MIA turning red as the whole class stares at her. She doesn't move.

MR. GIANNI (cont'd)
(kindly)
Mia? Please take your hat off. Now.

Mia takes her hat off, and the entire class gives an "OH!" reaction as they see her new do. Mia is dying from the extra attention. She shrinks back in her chair.

INT. CAFETERIA - LUNCH

Mia is on the food-line, feeling insecure and self-conscious because of her new hair, not to mention her estrangement from Lilly. Lana cuts in line, thereby going ahead of Mia.

LANA
(to Mia)
Nice hair. What bottle did it come from?

MIA
Probably the same one yours did.

LANA
(to her friends)
"Weirdo" thinks she's soooo funny.

Then Lana and her friends mock-laugh, "Ha, Ha...Ha", embarrassing Mia even more. Mia leaves the food-line.

MIA'S POV:

Lilly is at their regular table, but today she is surrounded by people as she hands out leaflets that read, "SCHOLARSHIP VS TUITION". Mia makes eye contact with Lilly, feels the chill, and breaks it.

CONTINUED:

Mia scans the other tables: the jock table, cheerleader table, the hip-hop table, and finally the preppy table where Josh and Lana rule.

Mia settles on a large table that is empty.

MIA'S POV: THE GEEKY GIRL at an adjacent table, who is also eating alone. She eats while working on her laptop.

Mia tries to be inconspicuous as she nibbles at her lunch, but her appetite is so small, nothing looks good. She starts straight in on her dessert - a Nutty Royal ice cream cone. As Mia unwraps the paper --

ANGLE ON LANA, now in cheerleader garb, leaving her table of preps and heading out of the cafeteria. Her two best friends, also in cheerleader garb, follow.

MIA'S POV:

Lana and her followers make a bee-line for the GEEKY GIRL.

LANA
(to geeky girl)
Maybe there's a chatroom for girl geeks, so you can all geek out together?

The Geeky Girl tries to ignore them. Lana and her idiots are too busy laughing to notice Mia approaching from behind. She holds her ice-cream cone.

MIA
Hey, Lana, wanna see what I picked up in a chatroom?

Mia thrusts the cone into Lana's chest. Lana, now covered with hard chocolate coating, vanilla ice cream, and nuts, is catatonic - unable to react.

MIA (cont'd)
Special room called, "How To Attack Idiots With Ice Cream".

THE ENTIRE CAFETERIA is silent, watching what just went down and waiting for an explosion. Which comes in a red-hot fury:

LANA
MIA, YOU ARE SUCH A FREAK!

CONTINUED: (2)

MIA
Yeah, but one day I just might grow out of it. But you'll never stop being a jerk!

Mia exits the cafeteria.

As they pass Lilly's table, Mia and Lilly share an intense stare. Then Mia breaks the stare and continues walking out.

ANGLE ON JOSH looking at Mia with bewilderment. He doesn't know whether to be impressed, or repelled.

As soon as Mia hits the hallway, there is a clear sound of applause coming from the cafeteria. Mia is thrown, but then happy to hear it.

ANGLE ON MICHAEL sitting with the computer geeks at a small table. He is enthusiastically clapping. His cronies join him.

INT. HALLWAY - CONTINUOUS

Mia hurries down the hallway when the Geeky Girl races after her.

GEEKY GIRL
Hey, thanks for that.

MIA
No prob. You okay?

GEEKY GIRL
Plenty okay. Like I really care about an insect like Lana when my internet company is being IPO'd on NASDAQ next week.
(then)
Hey, y'wanna be on the friends and family list?

INT. PRINCIPAL'S OFFICE - FOLLOWING

Mia sits before the principal, MRS. GUPTA, (55) a tough old battleship.

PRINCIPAL GUPTA
I must say, Mia, when Lana brought her complaint in, I was quite surprised to learn you were involved.

CONTINUED:

MIA
Why? Just cause I've never punched anybody with a Nutty Royal before?

PRINCIPAL GUPTA
Mia, I must insist that you apologize to Lana.

MIA
I'll pay for her dry-cleaning, but I will never, ever apologize to Lana. She deserved it, nuts and all.

Mrs. Gupta stares at Mia with a "what happened to this obedient, docile child?" Expression.

INT. SPORTS CLUB - DAY

WE find Mia on the wall, making a strong climb, her INSTRUCTOR below securing the rope. When Mia reaches the top, she punches the air as if it's Mt. Everest. Then Mia kicks herself off and bounces down, kicking off the wall as she descends. The instructor holds on to the rope, insuring her a safe drop.

Mia doesn't notice Michael as he walks into the club and approaches the wall.

Mia lands on the ground. Satisfied with herself.

MIA
That was a good one.

INSTRUCTOR
Another one?

MIA
Maybe later.

Michael approaches.

MICHAEL
Hey, T. Wanna go up again?

Michael takes a harness and begins to strap himself in.

MIA
(surprised)
Michael, I didn't know you climbed?

MICHAEL
Add that to the list of stuff you don't know about me.

CONTINUED:

With that, Michael finishes harnessing himself in. He tugs at the rope and looks to his instructor. He's securely in place. Then Michael gives Mia a "you game or not?" look.

Mia's not going to let Michael get the best of her in this friendly rivalry.

MIA
Let's rock...

Mia re-harnesses herself in. Tugs at the rope. Looks to her instructor. Ready.

MICHAEL
Ready?

MIA
...set, GO!

With that, Mia begins scaling the wall, getting a jump-start on Michael. Michael races after her.

They climb with precision and talent, making it to the top at about the same time. From that vantage point, they give each other the "thumbs up".

Then they both bounce off the wall, seeming to fly as they soon land on solid ground.

INT. PIZZERIA/NORTH BEACH - FOLLOWING

Michael and Mia share a pizza in North Beach. They each scan a menu.

MIA
What should we get on it?

MICHAEL
M&M's?

MIA
(?)
"M&M's"?! Tell me you're joking.

MICHAEL
I'm not. I've always thought M&M's would go great on a cheese pizza. I just could never get anyone to make it for me.

MIA
Big wonder.

(CONTINUED)

CONTINUED:

MICHAEL
Well, this much I know -- in my perfect universe, there'd be M&M pizzas. How 'bout you?

MIA
How 'bout me what?

MICHAEL
In perfect universe time, what would you like to change about the world?

MIA
(laughs)
Forget the world! I'd like to change ME!

MICHAEL
Just don't change too much, okay?

INT. GENOVIAN CONSULATE - DAY

Mia sits comfortably slouched in a Louis 14th armchair in Clarisse's suite. Clarisse enters the room, shakes her head stiffly.

CLARISSE
Stand.

Mia pulls herself out of the armchair.

CLARISSE (cont'd)
Like you mean it. Never forget that you are no longer simple flesh and bones, but the proud representation of Genovia and the humble protector of her citizens.

MIA
And I protect better *standing* than sitting?

CLARISSE
A princess protects with her spirit, not her body.

MIA
Then why are we always dealing with stupid body stuff, like my clothes, my hair, my make-up, my nails, even my eyebrows have been done over!
(MORE)

CONTINUED:

MIA (cont'd)
I mean, isn't it shallow and superficial for a girl to care so much about she looks? Even if she is a princess?

CLARISSE
Non, Amelia. You misunderstand our mission. We improve our physical selves not because we worship vanity; but, out of the respect we hold for others.

MIA
How is getting a make-over showing "respect for others"?

CLARISSE
Just as Michelangelo gave us the gift of "David" out of a slab of stone, we must sculpt whatever beauty we can find in ourselves to share with the world. It is our obligation to celebrate our beaute' humane and to do any less with what is God given is an insult both to God and to all that he created.

MIA
(dazed)
Oh. So, now waxing my underarms is a God thing?

ANGLE ON PRUDENCE - embarrassed at the mere mention of any body part.

EXT. CONSULATE GARDEN - FOLLOWING

Prudence holds an UMBRELLA over Clarisse to shield her from the sun as she gardens. Clarisse holds a smaller umbrella over the dog.

Mia stands before Clarisse.

CLARISSE (cont'd)
Okay. You are meeting the ambassador from Japan. What does he do first?

Mia shrugs.

MIA
Uh...he hands me his diplomatic papers?

CONTINUED:

CLARISSE
No. He bows his head to you. Comme ca.

Clarisse demonstrates.

CLARISSE (cont'd)
And what do you do?

Mia sticks out her hand.

CLARISSE (cont'd)
No. You tip your head. His bow must be deeper than your tip. Bowing is a sign of stature and you are of higher stature than he.

Clarisse bows. Mia bows. Clarisse tips. Mia tips.

CLARISSE (cont'd)
Good. Now you are meeting the president of Iraq. What do you do?

MIA
Tip my head?

CLARISSE
No. You wave your hand.

Mia, frustrated, waves a hearty 'bon voyage'.

CLARISSE (cont'd)
No. Like this. Regarde'! Comme ca!

Clarisse displays a regal Queen Mum wave. Mia follows suit halfheartedly.

MIA
Like I'd really ever go to a sexist country like Iraq in the first place.

CLARISSE
Amelia, you now have responsibilities to people everywhere, no matter their traditions, no matter their politics, no matter their country. A princess does not belong only to her select citizens, but to the world.

MIA
But Iraq? Women are still second class citizens there.

CONTINUED: (2)

CLARISSE
Perhaps it will be *your* visit one day in the future that will help women become equals.

INT. LOFT - END OF DAY

Mia enters, exhausted from her day of battling the world. She locks eyes with her mother, and thinks for sure, she's going to get yelled at. Mia spots Helen rushing towards her, so Mia makes a preemptive strike.

MIA
(worn)
I know Principal Gupta called you and told you about my detention. But can you yell at me tomorrow cause right now I'm on serious stress-overload from one two many wrist movements.

HELEN
Yell at you? Mia, I'm so proud of you! What happened today was more important than any lesson you'll ever learn in a classroom.

MIA
It is? Why?

HELEN
Because nobody can teach you character. You either got it or you don't. And, Mia, <u>today</u> you showed you got busloads of it.

MIA
Because I shoved ice cream into a girl's chest?

HELEN
No. Because you did it not to defend yourself, but to defend somebody weaker.

MIA
(still frosty)
Uh, thanks.

Mia escapes into her room; weary from it all.

INT. MIA'S BEDROOM - CONTINUOUS

ANGLE ON DOOR opening. Helen enters. Mia is not pleased.

(CONTINUED)

CONTINUED:

MIA (cont'd)
Weird, I could've sworn this was MY room.

HELEN
Mia, I know you're angry at me and I know you're disappointed in me. That's fair, I deserve it because even if I *thought* I was acting in the best way for both of us...clearly I was wrong - because *you're* the one who's ended up being hurt. Which was the very thing I was trying my best to avoid.
(beat)
But what I don't deserve is for you to think that just *because* I'm your mother, I should be a perfect human being.

MIA
(dismissive)
Yeah, okay, fine...

Silence for a few beats; then -

HELEN
Mia, one day when you become a mother, you'll see how hard it is to always know the right thing to do - for yourself, but even more so for your child. Then maybe you'll forgive me for messing up.
(beat)
I just hope I don't have to wait that long, because I miss you. I miss <u>us</u>.

Helen leaves. Mia sits on the bed, holds Fat Louie.

INT. HELEN'S STUDIO - A FEW HOURS LATER

Helen is cleaning her brushes in the utility sink, when Mia enters the room. Helen stays quiet, afraid to scare Mia off. Mia sees her mother is running out of turpentine. Mia walks to the storage closet and gets her mother a fresh can of turpentine.

MIA
(hands can)
Here.

CONTINUED:

Helen hears the new softness in Mia's voice, and silently Mia and Helen wash brushes side-by-side. A make-up without Mia having to say so.

EXT. LILLY'S BUILDING - NEXT MORNING

The limo arrives at Lilly's building.

ANGLE ON MICHAEL as he sticks his head in the car.

MICHAEL
Hey...

MIA
(confused)
Hi. Where's Lilly?

MICHAEL
She split already.

MIA
(hurt)
Really? Without me?

MICHAEL
Yeah, but can I grab a ride?

MIA
Uh, sure...

Michael gets in the car. Mia gives a small smile, trying to hide how hurt she really is.

MICHAEL
(sensing it)
You know just because Lilly thinks you did something wrong doesn't mean you did. People always think I'm doing something wrong just 'cause I'm not doing what they're doing.

Mia takes that in, smiles.

Then Michael and Mia sit in the back of the limo silently. They are each aware of the other, their hands almost touching on the arm rest - but not quite.

EXT. UNIVERSITY HIGH SCHOOL - FOLLOWING

The limo pulls up to the school. As Mia and Michael get out, Mia senses ALL EYES are on her.

CONTINUED:

A SWARM OF REPORTERS/PHOTOGRAPHERS dive on Mia. Uh-oh. She's been outed! Mia freaks as the FLASHBULBS POP! POP! POP!

MIA
Michael, what's happen-

Mia reaches for Michael, but the SWARM OF REPORTERS separate Mia from Michael and although Michael is trying to help Mia, he is lost in the crowd.

REPORTER #1
PRINCESS MIA, HOW MUCH DO YOU WEIGH?

REPORTER #2
PRINCESS MIA, DO YOU HAVE A BOYFRIEND?

REPORTER #3
PRINCESS MIA, WHO'S YOUR FAVORITE MOVIE STAR?

ANGLE ON MR. GIANNI AND MRS. GUPTA reaching into the crowd and grabbing Mia. They pull her into the school amidst the frenzy. Mia is shaking. Stunned. Freaked.

MR. GIANNI
Your parents are on their way, Mia.

INT. UNIVERSITY HIGH SCHOOL HALLWAY - FOLLOWING

Mia, flanked on each side by Mr. Gianni and Mrs. Gupta, walks through the halls as everyone stares at her. It kills her. She averts her eyes. Mr. Gianni and Mrs. Gupta try to shield Mia, but the attention is overwhelming.

MR. GIANNI
(to staring kids)
ALRIGHT! TO YOUR CLASSES! NOW!

INT. PRINCIPAL GUPTA'S OFFICE - MOMENTS LATER

TIGHT ON "THE EXAMINER" - We see a full page picture of Mia, taken from a dorky school picture, with the caption in bold saying: PRINCESS AMELIA, SAN FRANCISCO'S VERY OWN ROYAL.

ANGLE ON MIA as she whirls on Phillipe.

MIA
YOU SET ME UP!

CONTINUED:

PHILLIPE
I give you my word it was not I.

MIA
Then who did?! Cause whoever did just totally ruined my life!

ANGLE ON HELEN storming into the office. She is wearing paint-splattered clothes, clearly having run out in a mad rush. Helen lashes out at Phillipe.

HELEN
PHILLIPE, HOW DARE YOU DO THIS TO MIA!? DO YOU EVER NOT THINK OF *YOURSELF* FIRST!?

PHILLIPE
Helen, I assure you I am not the one who alerted the press.

Helen growls at Phillipe, rushes to Mia. Helen grabs her daughter, holds on tightly.

HELEN (cont'd)
Baby, are you okay?

MIA
Depends on what "okay" is.

PHILLIPE
(to Principal Gupta)
Madam Principal, I hope you understand that since Amelia's royal status is now public knowledge, she will have to be assigned a bodyguard.

HELEN
A WHAT?!

PRINCIPAL GUPTA
Of course, "Your Highness".

MIA
He's not "Your Highness", he's just my Dad!

Mia collapses into her chair. It's all too much, and it isn't even lunch yet.

INT. CAFETERIA - LUNCHTIME

ANGLE ON MIA in the jet-line getting her tray of food. She is nervous not just from everyone staring at her, but additionally from the new fact that LARS is now a new, highly conspicuous fixture - who stands at all times, five paces behind her. Sometimes Mia abruptly stops walking, just to see if he bumps into her. He does. Mia takes joy in her small, private act of rebellion.

ANGLE ON LANA cutting in line to be next to Mia.

LANA
(saccharine sweet)
Hi, Mia.

Mia is taken aback by Lana's new friendly demeanor, but unimpressed.

MIA
(chilly)
Hey.

LANA
(suck-up)
I'm really, really sorry about the other day. Sometimes I just spaz, so will you forgive me?

MIA
(ice)
No prob.

LANA
So, wanna join me at my table for lunch?

MIA
(points to Lars)
No thanks. I'm already sitting with someone.

Lana looks at Lars.

LANA
Isn't he a little old for high school?

MIA
He got left back a few times.
(whispers)
Another math moron.

Mia grabs her tray and exits. Lars follows.

CONTINUED:

LARS
Mia, even though I'm here, you're still permitted to sit with your friends.

MIA
Lana's not my friend. She's a jerk.

LARS
(small chuckle)
Funny, isn't it? People look different all over the world, but jerks look the same no matter where you go.

Mia laughs. Maybe this weirdo guy isn't so bad after all.

INT. STUDY ROOM - AFTERNOON

Mia sits at their usual table in study room. Michael enters and plops down next to Mia.

MICHAEL
So, Thermopolis, can I still call you "Thermopolis"? Or should I upgrade to Princess T?

Mia drops her head in her hands and groans.

MICHAEL
So, were you ever going to come clean on your princess rating, or were you waiting to become Queen before announcing it?

MIA
(embarrassed)
I was kinda, sorta hoping no one would ever find out.

MICHAEL
Why? You afraid all your friends would start hitting you up for cash? Don't worry, I never will.

MIA
First off, what friends? And what cash?

MICHAEL
You didn't read "The Examiner" article?

(MORE)

(CONTINUED)

CONTINUED:

MICHAEL (cont'd)
(Mia shakes her head)
Thermopolis, your old man is worth 300 million, otherwise known as mucho pocket money.

MIA
(stunned)
Three hundred million and the whales only get a hundred a day? What a rip!

Lilly storms into the room and angrily confronts Mia.

LILLY
(on fire)
SECRET'S OUT NOW, HUH PRINCESS?

MIA
Lilly, I'm sorry, I just couldn't tell anyone.

LILLY
"Anyone"? Is that so? Strange, but I thought I was your 'best-friend'! Look, Mia, I don't know how things in the Royal World work, but here in San Francisco, 'best-friends' are not just ANYONES!

With that Lilly walks out. Mia feels like crap. She drops her head on the table. Michael doesn't know what to do, he wants to ease the pain. He grabs her hand. It's a friendly gesture, but still - it's electric.

MICHAEL
C'mon, I want to show you something.

Michael leads Mia out of the room.

INT. AUDITORIUM - FOLLOWING

ANGLE ON MICHAEL AND MIA sitting on the piano bench on stage. They are alone in the large auditorium, save for Lars sitting in the back row. As Mia watches, Michael plays a AN ORIGINAL SONG with phenomenal depth and talent. It is a love ballad with an upbeat tempo.

Confused but hugely impressed, Mia sits back on the bench and watches Michael as he gets lost in his playing. His fingers dance across the keyboard and Mia hears the magic in Michael's playing.

Although Michael concentrates on the keys, now and then he sneaks a glance to Mia, then turns away before she can catch him looking.

(CONTINUED)

CONTINUED:

ANGLE ON LARS sitting in the back of the auditorium, actually enjoying the mini-concert.

When the piece is over, Mia breaks into applause.

MIA
Wow, what a beautiful song. Where'd you find it, cause I never heard it before?

MICHAEL
I *wrote* it.

MIA
(?)
You?

MICHAEL
(nods)
Yeah, what'd'ya think I do in my room all the time.
(then)
Don't answer that.

Mia laughs, then -

MIA
Does the song have words?

MICHAEL
Yeah, but...

MIA
But what?

MICHAEL
I'd <u>never</u> perform in front of anyone.

The moment is interrupted by -

<u>SFX: SCHOOL BELL RINGS</u> and shatters the intimate moment. Mia jumps up.

MIA
Gotta run. My father said he's picking me up today and he ranks tardiness right up there with murder.

MICHAEL
Uh, sure, see ya, Thermopolis.

MIA
Yeah, later.

CONTINUED: (2)

Mia jumps down from the stage, joins Lars and they exit the auditorium. Michael watches Mia leave. As Mia hits the door, she turns back and waves good-bye to Michael.

EXT. UNIVERSITY HIGH SCHOOL - END OF SCHOOL

ANGLE ON LARS AND MIA as they exit the school.

MIA'S POV: A HUNDRED AGGRESSIVE REPORTERS start shooting pictures of Mia and screaming questions as they maniacally shoot and shove microphones in Mia's face. Mia freezes under the blinding FLASHBULBS popping in her face.

REPORTER #1
Princess Amelia, how 'bout a smile for "Cosmo Teen"!

REPORTER #2
Mia, "Teen Talk" wants to know what you'll do with 300 million?

REPORTER #3
How 'bout a cover pic for "Mademoiselle"?

REPORTER #4
"VOGUE" wants to know your favorite designer?

ANGLE ON LANA watching jealously from the top of the stairs.

ANGLE ON LILLY watching from the other side of the stairs, not knowing how she feels. But knowing she feels bad. Lars swiftly pulls Mia towards Phillipe's waiting limo and ushers her safely inside.

INT. LIMO/EXT. PACIFIC HEIGHTS - FOLLOWING

Mia sits in the back next to her father, who remains calm. Lars is up front with the NEW DRIVER (a permanent fixture from hereon).

Mia is still in a state-of-shock as she sees REPORTERS climb the limo in a rabid frenzy and jump on the windshield to get a better shot as the brakes squeal and the limo takes off, leaving reporters in the dust.

MIA
Dad, I don't want to be on the cover of "VOGUE"! I just want to pass tenth grade! So, can't you tell everyone that I simply quit being a Princess?

PHILLIPE
Sorry, Mia, that is not an option.

MIA
Why not?

CONTINUED:

PHILLIPE
Because no one can quit being *who* they are. Not *even* a princess.

Mia buries her head in her lap. Wishes she could disappear. After a few beats, she lifts her head, and looks plaintively at her father with tears streaming down her face.

Mia's face is now wet from tears. Phillipe removes a freshly starched handkerchief emblazoned with his monogram and the Royal Crest from his breast pocket. He gives it to Mia to wipe her tears. Right now, that's the best he can do.

But from Phillipe's expression, we see he wishes he could somehow erase his daughter's pain, even if he can't alter the situation.

INT. GENOVIAN CONSULATE GARDEN - HOUR LATER

Mia is with CLARISSE for her princess lesson, but the problem is Mia can't stop crying. Her grandmother is unmoved by her drama.

MIA
YOU'RE the one who outed me? HOW COULD YOU DO THAT TO ME?

CLARISSE
I did merely what is necessary. If one wants to swim, they jump in the water, no?

MIA
You had no right!

CLARISSE
Nonsense! Not only is it my right, it is my duty to prepare you for the demands of the Palace. Controlling the press is simply part of your tutelage.

MIA
I don't want to control the press! I don't want the press in my life! I don't want THIS life!

CLARISSE
(points to garden)
Amelia, do you stop walking in a garden because you must share the flowers with the bees? Of course not.
(MORE)

(CONTINUED)

CONTINUED:

CLARISSE (cont'd)
Then you don't stop living because you must share yourself with the world.

Mia takes a sobering beat; no help here.

MIA
I'm just wondering, do I have *any* rights at all left to my life?

CLARISSE
Absolutement! You have the right to decide to live your life happily, or you have the right to decide to live your life unhappily.

MIA
That's it? That's all?

CLARISSE
Amelia, that's all *anybody* ever has.

ANGLE ON PRUDENCE as she sprays Clarisse's with a bottle of Face-water Evian to protect her face from the sun. Then Prudence sprays the DOG who loves it as well.

As Prudence approaches Mia with the bottle, Mia barks.

MIA
Find another customer.

INT. LOFT BATHROOM - LATER THAT NIGHT

Mia is taking a bubble bath, trying to erase the day.

Helen washes her daughter's back. Mia needs the maternal tenderness as much as Helen needs to give it.

MIA
Mom, do you think maybe the reason you didn't tell me about Dad's real life was because you thought I'd want to live with *him* instead of you?

HELEN
(uneasy)
Well...maybe not consciously.

MIA
Lilly says the unconscious mind and the conscious mind are only separated by guilt.

CONTINUED:

HELEN
(busted)
Okay...look...it's true I didn't think the Royal way of life would be good for you, or any child, but...I suppose, it's also true I knew all the things your father could give to you that I could never afford to.

MIA
True, maybe Dad could've given me all the ballet lessons in the world, my own private circus and my own horse - but I think ballet is boring, horses make me sneeze and circus' are filled with exploited workers.
(beat)
But, most importantly, Dad couldn't have given me the life I've had here...with you, could he?

HELEN
(tearing up)
No, baby, he most surely couldn't have done that.

EXT. MIA'S BUILDING - DAY

Lars opens the limo door and Mia and Helen exit.

ANGLE ON MAN rummaging through the garbage can in front of the building.

MIA
(points to man)
Mom, you have a quarter?

HELEN
That's no homeless man, Mia...that's a first class BUM!

Helen walks over, taps man on the shoulder. He turns quickly, well-dressed, swinging a camera.

HELEN (cont'd)
See...a photographer...looking through garbage...right at home, huh?

Annoyed, Mia and Helen zoom into their building, slam the thick door shut.

INT. LOFT - FOLLOWING

Mia and Helen enter, toss their jackets. While Helen puts away the groceries, Mia plays the phone messages. There are a batch.

MESSAGES
"Hello, Princess Amelia. This is Abby Silver from the Oprah show. Oprah would be delighted if -
(Mia fast forwards)
"Princess Mia. This is Hilary, Barbara's assistant..."

MIA
(pushes pause)
Barbara?

HELEN
Barbara Walters. Third call from 'ol Hil.

MIA
Oh.

MESSAGES
(Mia fast forwards; a gushingly friendly voice)
"Helen...hello, Helen, this is Robert, Robert Miller, and I am so sorry I couldn't speak to you personally last year, but I would be delighted if..."

Mia is about to fast forward, but Helen stops her.

HELEN
(peeved)
No, I want to hear *this* one.

MESSAGES
"...you would agree to a one-person show in September. You'll be the season opener. Bravo. Please call me ASAP so we can arrange...

Helen clicks it off.

HELEN
I have been trying to show Robert Miller my work for years, and never got beyond his secretary's secretary and now he's calling me directly...?

CONTINUED:

MIA
(feeling bad)
Cause you're the princess' mom, huh?

HELEN
Hey, kiddo, it's not your fault the world is filled with phonies.

MIA
I'm not going on any TV show. Period.

HELEN
I'm not showing my work at Robert Miller. Period.

Mia and Helen high-five each other. Them against this new, crazy world.

INT. MIA'S BEDROOM - THAT NIGHT

Mia is in bed, holding Fat Louie, and watching TV, as she attempts to do homework. She channel surfs with the remote.

MIA
Okay, we can watch "Friends"...

ECU ON TV - "Friends" is on.

MIA (cont'd)
But since I don't have six, good-looking, funny friends -

Mia switches channels.

MIA (cont'd)
Or we can watch "Third Rock From The Sun"...

ECU ON TV - "Third Rock From The Sun" is on.

MIA (cont'd)
But since I'm already living an alien life -

Mia switches the channel.

MIA (cont'd)
Or we can watch "Hard Copy" and see -

ECU ON TV - Lana Weinberger is being interviewed by the anchor.

CONTINUED:

ANCHOR
"Ladies and gentlemen, we have the amazing luck tonight of having with us the best-friend of Amelia Thermopolis, San Francisco's very own Royal -
(motions to Lana)
Miss Lana Weinberger."

LANA (ON TV)
"Hi, world!"

ANCHOR
"Lana, please tell us how long you've had the good fortune of knowing the Princess."

LANA (ON TV)
"...I've had the pleasure of knowing Amelia Thermopolis since the second grade and we've been best-friends ever since. But of course, her really, best buds call her Mia."

ANGLE ON MIA - furious as she angrily throws a pillow at the TV.

MIA
WE WILL NEVER, EVER BE BUDS!

INT. LIMO/EXT. UNIVERSITY HIGH SCHOOL - MORNING

Mia is in the back of the limo, with Lars and the driver up front. They pull up to the school.

ANGLE ON SWARMS OF PHOTOGRAPHERS ready to pounce on Mia as soon as she exits the safety of the limo. Mia looks out the window at the photographers with terror.

MIA
(to Lars)
I'm sorry...there's no way I can do this. Not today, not tomorrow, not the day after. So, can you tell the driver to take me to my father.

The driver makes a U-Turn, Mia panics.

INT. GENOVIAN CONSULATE/PHILLIPE'S OFFICE - FOLLOWING

Mia is in her father's office at the Genovian Consulate. It is an elegant, well-appointed room. We catch them mid-scene. Mia is so upset, she's pacing.

PHILLIPE
Amelia, I realize how upset you are right now, but I assure you your discomfort is temporary.

MIA
THERE IS NOTHING TEMPORARY ABOUT BEING A FREAK! All the kids stare at me like I'm some animal in a zoo?! Dad, this is ruining my life!

PHILLIPE
Don't you think you're being a tad over-dramatic?

MIA
No, I think I'm being realistic, but you have no idea what I'm even *talking* about because you don't have a clue what my life is about to begin with! So why should you care about ruining something you don't know anything about?!

Phillipe is uncharacteristically stymied.

PHILLIPE
Well...I believe I have a perfectly clear understanding of your life.

MIA
You do, huh? Well, here's a tip, Dad. One lunch a year? You don't know squat about my world.

Before Phillipe can respond, his ATTACHE' knocks on the door and sticks his head in.

ATTACHE
(to Phillipe)
Your Highness, the Egyptian Ambassador awaits you in the library.

Phillipe looks at Mia; sees how distraught she is; makes a fast, uncharacteristic decision.

CONTINUED:

PHILLIPE
Please send my apologies. Something unexpected has arisen and I will be unable to keep any appointments for the rest of the day.

ATTACHE
Nothing unpleasant, I hope?

PHILLIPE
On the contrary. I'm being shown San Francisco today by a true San Franciscan.

MIA
(elated)
You are?

PHILLIPE
I am.

Phillipe and Mia walk out of The Genovian Consulate. For the first time, Mia's father grabs her hand. Mia is startled, but pleased.

EXT. GENOVIAN CONSULATE - CONTINUOUS

Mia gives her father the once-over now that they are on the street.

MIA
Okay, Dad, first things first. Unless you want to get mugged, you have to lose the 3-piece number.

PHILLIPE
What's wrong with my suit?

MIA
Everything.

EXT. UNION SQUARE/INT. GAP - FOLLOWING

ANGLE ON PHILLIPE coming out of dressing room and wearing his first pair of jeans and a T-shirt. Truth be told, he looks hot. Clearly Phillipe feels out of sorts, but as he checks himself out in the mirror, he kind of likes what he sees - but wouldn't dare admit it. Phillipe looks to Mia for approval.

MIA
Almost.

CONTINUED:

Then Mia tousles her father's hair, disturbing his perfectly groomed coif.

MIA (cont'd)
There. Now you look like a true San Franciscan.

Phillipe laughs when he sees his disheveled look in the mirror.

EXT. COIT TOWER/TELEGRAPH HILL - FOLLOWING

Phillipe and Mia walk around the Coit Tower...enter...minutes later, they are sticking their heads out of the top of the tower, enjoying the towering view of San Francisco. Mia is pointing out some sights...Phillipe motions protectively that she steps away from the edge...Mia likes this new paternal touch. Mia grabs his hand and they rush down the tower...

EXT. FISHERMAN'S WHARF - FOLLOWING

Fisherman's Wharf where Mia teaches Phillipe how to chomp on a few crabs. Mia delights in showing her father how to suck out the sweet, succulent meat without the help of sterling silver forks. Finally, she can teach him a few things. Mia likes feeling like a leader for a change.

When Phillipe pays the check, his wallet falls down, and several pictures of Mia spill out.

Mia is stunned to discover that her father carries her pictures. She picks them up.

PHILLIPE
I have many, many more photos of you back in Genovia.

MIA
(scanning photos)
But...but how did you get all these pictures?

PHILLIPE
Your mother never forgot who her daughter's father was. Nor did I.

Mia smiles. Learning more about this man she always thought was a "stiff".

EXT. DOCK - FOLLOWING

Mia takes Phillipe by the seals that have taken over some of the docks near the wharf. After communing with a lazy seal, Mia balances herself on one of the benches, and gives a comical impression of a seal. Phillipe laughs, as purely and heartily as he has ever laughed in his life.

EXT. GOLDEN GATE BRIDGE - FOLLOWING

Mia leads Phillipe to one of the bridge's formidable towers. Cars speed by; Phillipe is confused; nervous.

MIA
C'mon, I called this guy I know...

PHILLIPE
(concerned)
Uh-oh, whenever someone say they know this guy...

Mia leads Phillipe to a massive metal door. Knocks. A man, JACK, burly and weathered, (60) opens it. A friendly smile.

JACK
Hey, Mia! Great to see ya!

MIA
Hi, Jack. This is my father.
(then to Phillipe)
Jack's a sculptor friend of Mom's.

PHILLIPE
(formal)
A pleasure to make your acquaintance. Jack.

JACK
Ditto, there, old man!

Jack holds out his hand for a hearty shake. Phillipe, at first hesitant to shake a greasy, worker's hand, relents, and shakes Jack's hand.

JACK
Ya got one heck of a kid there.

PHILLIPE
Yes, I do, don't I?

CONTINUED:

Mia beams. Jack leads them to a small elevator. They enter. Mia excitedly. Phillipe warily. But he follows.

INT. ELEVATOR - FOLLOWING

A cramped, 3-person elevator where Jack takes up most of the room. It's dark, cramped, and takes 17 minutes to reach the top. (that's true) Phillipe is freaking. Mia laughs at seeing her father in such an unfamiliar situation.

MIA
Dad. Relax, it's only 17 minutes to the top.

PHILLIPE
(feigned smile)
Only.

EXT. TOP PLATFORM OF GOLDEN GATE BRIDGE - MOMENTS LATER

The view is incredible. The city, the bay...wow. Alcatraz, Farallon Island, Tiburon, Sausalito, the glorious white buildings of San Francisco, ferry boats, shining sailboats, all beckon from below... Mia and Phillipe are there, alone. The city, like this moment, belongs to them alone. Mia drinks it up. To his own surprise, so does Phillipe.

PHILLIPE
I have been coming to San Francisco for 20 years, and I have never seen the city as I am now...

They stare at the vastness and beauty and wonder of San Francisco. Mia wonders, "Can my life be as vast, as beautiful, as wonderful...?"

Then she asks what she's always wondered.

MIA
Dad, did you *always* want to be a Prince.

Phillipe's expression softens as he gets flooded with memories.

PHILLIPE
Yes, except for one small period.
(looks at Mia)
Fifteen years ago, I thought of abdicating the throne...

CONTINUED:

Mia realizes that coincides with her birth.

PHILLIPE (cont'd)
...because I met a marvelous woman who showed me marvelous things about how life could be. About how I could be.

MIA
But?

PHILLIPE
But, I realized the love I could have for one person -
(meaning Mia)
Or even two people...could not make me forget the love I have for my country and it's people.

Mia nods; she understands.

EXT. MIA'S BUILDING - END OF DAY

Phillipe is bringing Mia home after what turned out to be a great day. Mia and Phillipe are definitely closer than they were a mere 24 hours ago.

PHILLIPE
Amelia, thank you for showing me your world.

MIA
Thanks for *wanting* to see it.

Mia kisses her father on the cheek for the first time and then heads upstairs.

INT. MIA'S BEDROOM - THAT NIGHT

Sitting on her bed, and surrounded by her homework, Mia watches TV in her bedroom.

TIGHT ON TV

ECU on Lilly as she opens her access-cable show "Lilly Tells It Like It Is".

LILLY (ON SCREEN)
Hello, I am Lilly Moskovitz, executive producer, writer and anchor of "Lilly's Tell It Like It Is".
(MORE)

CONTINUED:

LILLY (cont'd)
I had originally scheduled a searing expose' on the gargantuan disparity between the privileged tuition students and the rare scholarship student, shedding light on the insidious beginnings of bias and social bigotry. However, a matter of greater urgency has arisen. I ask you, fellow San Franciscans, shouldn't the class-driven tradition of the monarchy finally be abolished? Aren't all citizens born equally, only to be later divided by arbitrary titles -

Mia jumps up and shuts off the TV. Hurt and angry. She grabs her jacket. Zooms out.

INT. LILLY'S APARTMENT - TEN MINUTES LATER

Mia waits angrily in the hallway. She presses the doorbell continually with urgency. Lilly opens the door shouting out to whoever it is:

LILLY
ALRIGHT, ALREADY! Ya think I'm deaf?!

Lilly sees it is Mia standing there and is startled. Mia jumps in without giving Lilly a chance to attack.

MIA
(ice)
I just caught your show.

LILLY
(proud)
Hit a nerve?

MIA
Lilly, you want to be mad at me, fine. But you have no right insulting my father, my grandmother, or anybody else in my family!

LILLY
(irate)
I didn't even know you had a grandmother!

MIA
Yeah, well it turns out I got one big-time! So I'm warning you Lilly, back off! AND STAY OFF!

CONTINUED:

LILLY
Or what? You'll sic the Royal dogs on me?

MIA
(new thought)
If we got 'em, you bet!

With that, Mia turns and exits.

EXT. LILLY'S BUILDING - FOLLOWING

Lars waits for Mia outside of Lilly's building as Mia storms out.

MIA
Y'mind if we walk home?

Lars motions to the NEW DRIVER in the waiting limo to follow them home.

Mia and Lars are about to cross the park Michael runs out of the building.

MICHAEL
Hey, T! Hold up!

Mia turns, sees it's Michael and stops. He runs towards her.

MICHAEL
Feel better?

MIA
No. But hopefully Lilly feels worse.

EXT. MIA'S LOFT - FOLLOWING

Michael has walked Mia home, with Lars a discreet five steps behind. When they reach the front door of Mia's building, it is clear neither one wants to say good-night quite yet.

MICHAEL (cont'd)
(uneasy)
Listen, uh...Thermopolis, what're you doing Saturday night?

MIA
Y'mean, before or after I end world hunger?

CONTINUED:

MICHAEL
After. I figure you'll be done with that by seven, right? So, I figured maybe we could knock around some algebraic expressions?

MIA
Math on a Saturday night? How sad is that?

MICHAEL
Hey, *you're* the one with a final coming up - not me.

MIA
Yeah, okay, but only if we do it over pizza.

MICHAEL
Hey, pizza's always a given.

INT. MIA'S BEDROOM - LATER THAT NIGHT

In pajamas and ready for bed, Mia grabs her cat, gets under the covers and turns out the light. After a beat, Mia turns the light back on, jumps out of bed, and enters her closet.

Mia picks up her collection of the Faberge' eggs from her father which are buried at the bottom of her hamper, and puts the box back on her desk. He's back. Then Mia gets back into bed, and hits the light.

INT. MIA'S BEDROOM - NEXT MORNING

Mia is finishing getting dressed as Fat Louie watches. Mia opens her jewelry box and pulls out two huge "GREENPEACE" buttons. She puts them on the front of her school uniform.

MIA
(to cat)
I may as well get the whales some free publicity, huh?

Mia grabs her books, and exits.

EXT. PACIFIC HEIGHTS/INT. LIMO - FOLLOWING

Lars sits with the new driver up in front. Mia sits alone in the back staring blankly out the window.

CONTINUED:

MIA'S POV: A CORNER NEWSSTAND where Mia's picture is already on every single newspaper, "The Examiner", "The Chronicle", "San Jose Mercury News", "The Independent Journal", "The Wall Street Journal", etc.

Lars catches Mia's expression to see if she's okay. She likes the connect.

MIA
(to Lars)
I'm okay.

EXT. UNIVERSITY HIGH SCHOOL - MORNING

ANGLE ON HORDES OF REPORTERS surrounding the limo as the driver pulls up.

LARS
Ready?

Mia gives a tentative nod, and Lars opens the door and with his hulking form escorts Mia out of the car and shields her as best he can from the mania. Reporters are going nuts as Lars rushes Mia up the steps.

REPORTER #1
Princess Amelia, do you have a boyfriend?

REPORTER #2
Princess Amelia, is it true you've has a secret rendezvous with Prince Wills?

REPORTER #3
Is it true you've kissed Prince Wills?

REPORTER #4
Who's a better kisser? Prince Wills or Leonardo DiCaprio?

Lars has almost successfully gotten Mia into the safety of the school, when she does a surprise move and turns around to bravely face the press. From her expression, we see she has surprised herself as well - but now she's stuck. Show-time.

ANGLE ON PRESS shutting up, since they anticipate Mia will talk.

MIA
Uh...I...uh, would like to take this opportunity to say that Japan's stuff with snails -

Mia freaks a bit.

CONTINUED:

MIA (cont'd)
Uh, I mean WHALES!
(takes deep breath)
Anyway, um, Japan still, um, has this illegal whaling program going on and you know what that means? Lots of dead whales.
(suddenly self-conscious)
Um, I just thought you'd all like to know that. Thanks.

Then Mia quickly turns back around as the CAMERAS go crazy. As Lars leads her into the school.

LARS
I need a little notice next time you do something like that.
(smiles)
Not that I didn't like it, but that little move took me by surprise.

MIA
(small smile of pride)
You're not the only one.

INT. MIA'S LOCKER - FOLLOWING

Mia is getting ready to leave for the day, when Josh suddenly appears at his locker.

JOSH
Hey...

MIA
(instant blush)
Uh, hi.

ANGLE ON LANA running up to Josh in tears, so upset she's oblivious to Mia.

LANA
(hysterical)
Josh, I can not believe you're breaking up with me like only 3 days before the Beach Party!

JOSH
Then start believing it, cause it's true.

LANA
Then WHO am I supposed to go to the party with? HUH?! I CAN'T GO ALONE!

(CONTINUED)

CONTINUED:

JOSH
Just make someone up, Lana. After all, you're the fantasy expert, aren't you?
(looks to Mia)
Remember? Like telling the whole world you and Mia are "best buds"?

Lana runs off crying. Josh turns to Mia, who is thrown by the whole scene. Did Josh really come to her defense?

JOSH (cont'd)
Hey, Mia, I hope what Lana said on TV didn't freak you too much.

MIA
Uh...no.

Josh gives his killer smile.

JOSH
Good.

Josh taps Mia on the shoulder affectionately and takes off. Mia watches him go.

MIA
(to self)
I'm a stone moron. Could I possibly say anything other than "uh, hi" or "uh, no."?

Mia feels like an idiot.

INT. LIMO - AFTER SCHOOL

As the limo leaves Nob Hill, Mia slouches in the back seat. Clarisse, seating next to Mia, slaps Mia's back.

Lars and the driver are up front.

CLARISSE
(hits Mia's back)
Sit up! Princesses never show they are tired. That is an insult to the citizens who must always respect you.

MIA
(are you nuts?)
Respect me? Nobody respects me!

CONTINUED:

CLARISSE
That is because you have not yet learned how to demand it. The first way to demand respect is by your demeanor -- by the way you look and the way you comport yourself. Now sit up and always remember, "Nobody can disrespect you without your permission".

MIA
Ghandi?

CLARISSE
Either that magnificent little man or the crown's Queen mother. I forget which, we were all gabbing so much.

EXT. PALACE OF FINE ARTS - FOLLOWING

Clarisse leads Mia up the grand steps of the museum.

MIA
(confused)
I don't get why we have to go to The Palace of Fine Arts. I've been here a zillion times already with my mom.

CLARISSE
But you've never seen what I'm about to show you.

Mia sighs, with a "now what" expression.

INT. PALACE OF FINE ARTS - FOLLOWING

Clarisse leads Mia through the vast museum, up a back elevator, and onto a floor that is marked "PRIVATE".

MIA
Grandmere', this floor says "private".

CLARISSE
(haughty)
Amelia, I may have disdain for the English language, but I most certainly can read it.

ANGLE ON UNIFORMED GUARD blocking entry to a large door.

CLARISSE
(to guard)
I am Madame Clarisse.

(CONTINUED)

CONTINUED:

GUARD
(intimidated)
Yes, Madame. The curator alerted me of your arrival.

The GUARD opens the door and leads Clarisse and Mia into a private, roped-off room - it is sealed by glass and climate controlled. Clarisse lifts the rope and leads Mia into the dimly lit room, towards something that looks like a coffin.

CLARISSE
(to Mia)
Come.

They walk closer and realize not only is it a coffin, but there's a person resting inside. A dead person covered only by a sheet of Plexiglas. Mia freaks for a second, but then her curiosity gets the best of her, and Mia peeks closer inside.

Inside the coffin is a WOMAN with a caved-in, wrinkled face, wearing a long, red dress, with light brown hair in long braids that reach to her waist. Each braid is plaited with gold wire.

CLARISSE
You're looking at a 5th century sarcophagus on loan from a museum in France. They recently discovered a burial mound on a French mountain range and inside was the mummified remains of the first princess of Genovia, Princess Rosagunde.

MIA
(shocked)
I'm related to *her*?

CLARISSE
All the Genovians are. Princess Rosagunde is singularly responsible for the birth of Genovia and as a direct consequence all of it's proud citizens.

MIA
How so?

CONTINUED: (2)

CLARISSE
Back in 1598, Princess Rosagunde's father was King of France, until he was murdered by an invader named Albion. Immediately after claiming the throne, Albion demanded the King's only daughter, the beautiful Rosagunde, be his wife.

MIA
Really? Rosagunde was beautiful?

CLARISSE
The most beautiful girl in all of Europe. All the men vied for her hand, but, Rosagunde agreed to marry Albion.

MIA
But why would she marry a man who murdered her father?

CLARISSE
To avenge her father and free her people from Albion's tyranny. On their wedding night, while Albion slept, Rosagunde strangled her new husband with her long braids and freed all the citizens from a brutal King. And because of her courage Rosagunde was named Princess of a territory we today call Genovia.

MIA
Wow.
(thinks it over)
But Rosagunde's husband could've woken up and instead killed her first, right?

CLARISSE
Most certainly.

MIA
So where did Rosagunde get the courage to strangle him?

CLARISSE (cont'd)
Princess Rosagunde understood that courage is not the absence of fear, but rather the judgement that something else is more important than fear. And that is the true mark of leadership.

(CONTINUED)

CONTINUED: (3)

MIA
(about herself)
But what if something is SO scary, that the person can't see anything BUT the fear?

CLARISSE
Amelia, the brave may not live forever, but the cautious don't live at all.

Mia looks at her grandmother with new respect.

INT. SCHOOL HALLWAY - MORNING

Mia is at her locker pulling out her books, when Josh approaches. He's pretending to be opening his locker, but his real goal is to talk to Mia.

JOSH
Hey...

Mia gets so frazzled by being this close to Josh, she only manages a small -

MIA
Hi.

JOSH (cont'd)
So, Mia, tomorrow night's the Stinson Beach Party...

MIA
Uh-huh.

JOSH
I think it'd be cool if we went together.

Mia is speechless; she can't react.

JOSH (cont'd)
So, pick you up at seven?

All Mia can manage at the moment is a weak nod. Josh walks off into the hallway, leaving Mia dizzy.

INT. HALLWAY - CONTINUOUS

Mia runs up to Michael at his locker.

CONTINUED:

MIA
(excited)
Michael!

MICHAEL
(happy to see her)
Hey, T, what's up?

MIA
You will never believe what Josh Richter just asked me?

MICHAEL
Why you weren't idolizing him along with the masses since he only exists in the reflection of his adoring fans?

MIA
(all smiles)
Nope. Josh asked me to go to the Stinson Beach Party with him tomorrow. So, we'll can the algebra thing, okay?

Mia runs off, unaware of what this has done to Michael.

INT. MIA'S BEDROOM - MORNING

Mia is dressed in a one-piece green bathing suit. She looks adorable. All legs and torso. She looks at herself one final time in the mirror before putting her jeans on over her suit. Helen watches from the bed.

MIA
YECH! I think I look like an asparagus?

HELEN
True, but a very, very cute asparagus.

MIA
Way wrong answer, Ma.
(nervous)
Mom, this is my first date, what if I do something seriously wrong?

HELEN
Sweetheart, just be "you" and everything will be fine.

MIA
Sure, presuming whatever "me" is works.

CONTINUED:

Mia puts her jeans on over her bathing suit.

HELEN
Kiddo, you sure you don't mind me chaperoning with Mr. Gianni?

MIA
No prob, just don't let on that you know me.

EXT. STINSON'S BEACH - MAGIC HOUR

Huge, festive beach party, with bon-fire, barbeque and lots of music. People are dancing. The only thing missing is Annette Funicello.

ANGLE ON JOSH AND MIA, very much the "it" couple as they stand around the crowded bonfire. It is clear from the way the rest of the students defer to Josh and Mia, that they are ruling this party.

ANGLE ON MR. GIANNI AND HELEN quietly chaperoning from a distance and seeming to have a great time together.

PULL BACK to show LARS, uncomfortably hot in his black suit, struggling to keep the sand out of his shoes. Lars is not a beach person. Even at dusk.

Josh and Mia start dancing. For the first time, Mia feels like she "belongs", like she's one of the gang.

The fun Mia is having is quickly interrupted by -

A HELICOPTER SWOONS OVERHEAD and makes a dive directly towards Mia and Josh. The copter is a mere twenty feet overhead and Mia is freaked as she realizes it is a news crew, and a REPORTER, leaning out of copter, is practically risking his life to shoot photos of Mia.

MIA
(freaked)
HOW?! HOW DID THEY KNOW I'D BE HERE?!

ANGLE ON HELEN seeing the helicopter, not realizing quick enough what is happening, then prevented from reaching Mia by the frenzy of the crowd.

Mia tries to run away from the copter, but gets stymied by A GROUP OF REPORTERS jumping over the rocks and shoving their cameras in Mia's face.

MIA
OHMIGOD!

CONTINUED:

POP! FLASH! POP! FLASH!

Josh revels in the attention. The photographers chant out.

PHOTOGRAPHERS
CAN WE HAVE A KISS? ARE YOU GOING TO KISS HER? LET'S HAVE A ROYAL KISS?

And before Mia can react, Josh pulls Mia close to him and then angles their bodies for the cameras, and then - JOSH KISSES MIA. Well, actually, it was more of a smashing of mouths, but the cameras go crazy for that split second of mouth-on-mouth.

Mia, freaked out and angry, pulls away from Josh, but the moment is already on film.

MIA
(freaked)
Why did you do that?!

JOSH
Cause they asked me to. What's the big deal?

MIA
The big deal is I didn't like it!

JOSH spots another photographer's eye who motions Josh to nail another kiss. As Mia tries to escape, Josh grabs her and KISSES MIA AGAIN DIRECTLY ON THE MOUTH - this time at an even better angle for the photographer.

POP! FLASH! POP! FLASH!

This time Mia pulls back and slaps Josh. In a flurry of tears, Mia runs back to the parking lot where the limo waits.

Helen leaves Mr. Gianni and chases after Mia.

Lars is five steps behind, having trouble running in the sand.

INT. LOFT - LATER THAT NIGHT

Helen comforts Mia on the couch. In a very vulnerable moment, Mia looks like the little girl she really is.

MIA
I always dreamed what my first date would be like, and now I know.
(MORE)

(CONTINUED)

CONTINUED:

MIA (cont'd)
It's horrible. Why would anyone ever want a second date?

HELEN
Oh, baby, with the right person, the second date and even the second hundreth date will be wonderful...but *only* with the right person.

MIA
Yeah, maybe...but, the really, really bad part? Even more than waiting for my first date, I've been waiting for my first KISS! And mom, now that I've had my first kiss and hated it - there's nothing to wait for anymore.

HELEN
Yes, Mia, there is. Because you still haven't had a first kiss with someone who loves you. And who you love back.

INT. GENOVIAN CONSULATE - MORNING

ECU ON "SAN FRANCISCO EXAMINER" cover story.

There is a huge picture of Josh kissing Mia. From the looks of the photo, it appears that Mia is a willing and enthusiastic partner.

Underneath the huge photo, it reads, "PRINCESS IN LOVE".

Camera pulls back to reveal Mia and Phillipe staring at the photo.

MIA
That's it! Forget it! I'm out! Look, Dad, I tried, but there is no way on earth I can be a princess. No way! I've made my final decision. I WILL NOT DO THIS. IT IS DEAD OVER!

Phillipe doesn't respond.

MIA (cont'd)
Say something, Dad.

PHILLIPE
I don't know what to say.

MIA
You can say you want me to be happy.

CONTINUED:

PHILLIPE
Oh, Amelia, all I ever wanted was for you to be happy. Unfortunately, I fooled myself into thinking you could be happy with me.

MIA
Maybe I could be happy with you. But not in your world.
(beat)
I'm sorry, Dad. I really am.

PHILLIPE
So am I.
(then)
But, like all of us, Amelia - you must do in life what will guarantee you the greatest happiness.

MIA
Even if it makes *you* unhappy?

PHILLIPE
Sadly, happiness is not the same recipe for each person.
(then)
But I must ask that you fulfill one final Royal obligation.

MIA
What's that?

PHILLIPE
You must officially announce your abdication of the throne at the Genovian Ball.

MIA
Why can't you do it for me?

PHILLIPE
I'm sorry, Amelia. If you're strong enough to make this important of a decision on your own - then you must be strong enough to deliver it.

INT. SCHOOL AUDITORIUM - LATER THAT DAY

ANGLE ON MICHAEL alone at the piano and playing an original composition that is both soulful and tremendously sad but powerful in it's emotions.

CONTINUED:

ANGLE ON MIA entering auditorium. Michael spots Mia, but ignores her as she walks down to the stage and approaches Michael.

MIA
Hey, Michael, I waited for you in study hall.

MICHAEL
(cold)
I was busy.

Before Mia can respond, Michael jumps off the stage and walks out of the auditorium.

MIA
Michael, wait! I want to tell you -

Too late, he's gone.

EXT. BASKETBALL COURT/ROOFTOP - DAY

Lilly is alone, shooting hoops, (or trying to) on the rooftop basketball court - which is adjacent to the tennis courts.

MIA
Lilly, can I talk to you?

LILLY
(chilly)
Even though the NRA is desperately trying to make us a totalitarian state, I believe it's still a free country.

MIA
Look, um, I think we're *both* being ridiculous, okay?

LILLY
(barks)
"WE"? How did *your* strange and repulsive behavior become a "we"?

MIA
Lilly, you want me to say "I'm sorry" I didn't tell you about the princess stuff - fine. I'm sorry. Really, I am.

CONTINUED:

LILLY
No. I want you to tell me you're sorry about *underestimating* me as a person and also as a best friend.

MIA
(thrown)
How did I do that?

LILLY
By not trusting me enough to share your secret.

MIA
How could I? I knew all you'd do was make fun of me and tell me how jerky princesses are.

LILLY
Wrong. I'd tell you how major being a princess is.

MIA
Yeah, right. Aren't you the one who thought Royalty was jerky?

LILLY
Wrong. I thought being left out of a miracle was jerky.

MIA
What miracle? This whole princess thing is more like a nightmare to me!

LILLY
Wrong again. Wanting to rock the world, but having zip power - like me - now *that's* a nightmare. But YOU? Having the power to affect change? How much more of a "miracle" do you want?

MIA
Well...we'll have to find another miracle, cause I just quit being a princess.

Lilly is stunned; speechless, which we know is rare for Lilly.

INT. MIA'S BEDROOM - NIGHT

Mia is at her desk doing homework, when Lilly bursts into the room.

MIA
So, what's the big emergency that you couldn't tell me on the phone?

LILLY
Look at what I just found on-line.

Lilly thrusts a sheet of paper at Mia.

LILLY (cont'd)
Read clause 3B sub A.

MIA
(reads off paper)
"If there is no heir in place to assume the throne upon the death of a reigning sovereign, the monarchy of Genovia shall immediately be subject to the laws and regulations of the government of France and shall revert to the nation of France."

LILLY
Mia, you know what that means?

MIA
Well...
(nervous)
I guess it means that all the land that is Genovian goes back to France and the people lose their Genovian citizenship. The Genovians become French.
(snaps her fingers)
Just like that.

LILLY
Yep. You guessed right.

Mia is troubled.

INT. GENOVIAN CONSULATE - DAY

Phillipe sits behind his desk. Mia stands before him.

MIA
But...but, WHY didn't you tell me about this weird clause?

CONTINUED:

PHILLIPE
Because it may have strongly affected your decision.

MIA
And that's bad?

PHILLIPE
Yes. Because a decision made from guilt is not a true decision. It is a manipulation, and anything gotten in life through coercion is ultimately not worth having.

EXT. GENOVIAN CONSULATE GARDEN - DAY

Mia helps Clarisse plant tulips.

MIA
Will the people of Genovia still be able to call themselves Genovians?

CLARISSE
Technically, no. We will legally be French, but only on paper. Because in our hearts, we will forevermore be Genovians. Amelia, no legal clause will ever diminish that.

Mia stops planting and starts to cry.

CLARISSE (cont'd)
What is it? Why are you crying?

MIA
I feel so guilty about everything.

Clarisse puts her arms around Mia. Holds her warmly, like the "grandmother" Mia always craved.

CLARISSE
Amelia, is it not your honest decision to abdicate?

MIA
Yes. I honestly do not want to be a Princess.

CLARISSE
Then there is nothing to feel guilty about. When our actions are aligned with our hearts and our minds - there is no room left for guilt.

CONTINUED:

Clarisse reaches over and puts a flower in Mia's hair.

MIA
Grandmere', why are you being so nice to me? Especially now?

CLARISSE
Just as you have had to learn how to *have* a grandmere', I have had to learn how to be one.

MIA
(touched)
Does that mean you're *still* my grandmother even though I'm not going to be a princess?

CLARISSE
(warmly)
Ah, my child, family does not stop being family because one disagrees with another. That is what happens in all of life, but the family IS the life.

INT. MIA'S BEDROOM - LATE AT NIGHT

It's late at night. Mia, in pajamas, sits on her bed surrounded by algebra books. Fat Louie sleeps on one of them.

MIA
(to cat)
Hey! Get off my polynomials!

Fat Louie shuffles off that book, and plops on another.

MIA (cont'd)
Fine. Sleep on that one. I'll never understand logarithms anyway.

Helen enters the room.

HELEN
Mia, it's 2 in the morning. Shouldn't you be going to sleep?

MIA
Yeah, I know, I know. I just can't crack my matrices.

HELEN
If only I knew what that meant.

(CONTINUED)

CONTINUED:

MIA
You think *I* do?
(then)
What's wrong with me, Mom? Why can't I get math?

Helen sits on the bed.

HELEN
Well...we know it's not because you're not smart enough, so that only leaves <u>one</u> thing.

MIA
What's that?

HELEN
Fear of failure.

MIA
Huh?

HELEN
Mia, remember when I got my first big gallery show? And then I couldn't paint for 3 months?

MIA
You mean when you went through your "uninspired blue period"?

HELEN
Is that what I called it?
(laughs at herself)
What a load of crap! The truth is, I was too scared of failing to paint.

MIA
Wow, I didn't know that.

HELEN
Me either at the time. Then finally I admitted to myself that it was my "fear" keeping me from seeing things clearly.

MIA
And you think that's what's happening to me?

HELEN
Gotta be, kiddo. Cause you're the smartest person I know.

CONTINUED: (2)

MIA
(laughs)
If you don't say so yourself.

INT. ALGEBRA CLASS - DAY

The classroom is quiet. The students are hunched over their desks, reading questions, writing answers. Rulers, calculators, and fingers are used as aides. Yep, it's the algebra test! Mia is sitting in her desk, reading a question. She looks serious, the look of panic replaced with new focus.

INT. UNIVERSITY SCHOOL/DARKROOM - DAY

ANGLE ON MICHAEL pulling recently developed photos out of the tray and hanging them up. They are all quiet and mysterious pictures of lonely scenes, e.g., an empty park bench, a deserted movie theatre, etc.

Mia enters the darkroom.

MIA
Hey, Michael, what gives? I've called you ten times this week, and you haven't called me back once.

MICHAEL
Been busy, I guess.

MIA
Isn't that what you said last week?

MICHAEL
Was busy then, too.

MIA
Look, I know you're still mad at me for blowing you off and I'm sorry I did. It was pretty lame of me...
(tough pause)
But, I came to ask you a favor.

MICHAEL
Sorry, I'm out of the algebra business.

MIA
It's not algebra. Um, look, I'm sure Lilly told you I'm canning the princess deal, and I have to announce it at the Genovian Consulate Saturday night.

CONTINUED:

MICHAEL
Yeah, so...?

MIA
So, my dad says they usually have the Royal musicians play at all the balls, but I was hoping you'd be the musician and play one of *your* songs at the ball.

MICHAEL
Sorry, I don't perform in public...

MIA
(dejected)
Okay, just thought I'd ask.

Mia exits the darkroom.

INT. MR. GIANNI'S CLASS - DAY

Mia is in algebra class. Mr. Gianni is handing out the test results. The students are nervous, as they await their papers.

MR. GIANNI
(walking through class)
Overall, not too bad. A few minor disappointments, one or two major surprises.

As Mr. Gianni passes Mia, he drops down her paper, and leans down to whisper to her.

MR. GIANNI (cont'd)
<u>You</u>, Mia, being one of the major surprises.

ECU on the paper. In red ink, it is marked "A-".

ANGLE ON MIA beaming as she stares in near disbelief at her awesome grade.

INT. LOFT KITCHEN - MORNING

Helen is making breakfast, as Mia reads from a sheet of paper. We find Mia in the middle of her prepared speech.

MIA
...and even though I am greatly honored to have been asked to be Princess of Genovia, I must refuse because...because...
(MORE)

(CONTINUED)

CONTINUED:

MIA (cont'd)
(then to Helen)
That's as far as I've gotten.

HELEN
That's all?!

Mia sheepishly nods.

HELEN
But, Mia, the ball is tonight! What are you waiting for?

MIA
I just can't nail the "because of what" part? I was sorta hoping *you* could help me.

HELEN
I'm sorry, baby. Even if I could, I couldn't.

MIA
Why's that?

HELEN
Because the big decisions in life, like, getting married, having babies -

MIA
Being princesses?

HELEN
For example. Anyway, the bigger the decision, the more quiet you need to hear your own voice.

MIA
But I've already made my decision. Can't you just help me write *why* I made it?

HELEN
No, because my "why" may be different than your "why" -- and it's YOUR why that needs to be heard tonight.

INT. MIA'S BEDROOM - FOLLOWING

A series of quick cuts showing Mia struggling with finishing her speech.

1. Mia in bed, surrounded with crumbled-up sheets of paper. Fat Louie tosses a ball of paper with his paw.

CONTINUED:

2. Mia lying on the floor with her feet high on the bed, trying to think.

3. Mia standing on her head, hoping the rush of blood will help her think better.

Then Mia suddenly jumps up, turns to Fat Louie -

MIA
I know the one person who can help me!

Mia runs out of the loft.

INT. PALACE OF FINE ARTS - FOLLOWING

Mia is in the private room alone, staring at Princess Rosagunde in the coffin. As she stares, we hear Clarisse's words echo in Mia's head.

CLARISSE (V.O.)
"Courage is not the absence of fear, but rather the judgement that something else is more important than fear....that is the true mark of leadership...Amelia, the brave may not live forever, but the cautious don't live at all..."

INT. LIMO/EXT. GENOVIAN CONSULATE - HOURS LATER

The driver pulls up to the consulate. Mia is in the back of the limo, still in what she wore to the museum. Lars turns around from the front seat.

LARS
You ready?

MIA
(on edge)
No, but let's rock.

INT. MICHAEL'S BEDROOM - SAME TIME

Michael is at his keyboard, trying to lose himself in his music, when -

SFX: KNOCK ON THE DOOR

After a beat, Michael realizes no one else is home. He's got to answer the front door. He exits his room.

ANGLE ON DELIVERY MAN AT FRONT DOOR holding a pizza.

CONTINUED:

DELIVERY MAN
Here. It's already paid for.

MICHAEL
(confused)
Huh? I didn't order a pizza?

DELIVERY MAN
You must've, unless there's another Michael Moscovitz living here.

The delivery man hands Michael the box and exits. Michael opens the box, and then breaks into a HUGE GRIN.

MICHAEL'S POV:

A CHEESE PIZZA COVERED WITH M&M'S!

INT. GENOVIAN CONSULATE BALLROOM - FOLLOWING

It is a filled house and everyone is staring up at the empty stage, waiting for the final moment: Mia's arrival.

The audience is in great anticipation as they wait for Mia to appear. Seconds pass, then what seems like a few minutes pass. People start fidgeting, whispering to each other, "is she coming?", " something wrong?" The PRESS start gossiping among each other, "another friggin' no-show", etc.

ANGLE ON HELEN biting her lip with tension.

ANGLE ON PHILLIPE'S jaw tensing.

INT. DRESSING ROOM - FOLLOWING

Mia sits at the vanity table in her bra and panties, staring into the mirror. We see how badly she wishes the mirror could talk back. For courage, she addresses herself in the mirror.

MIA
(convincing herself)
I can do this...I can do this...

Then Mia hears soft, beautiful piano emanating from the ballroom, and recognizes it as MICHAEL'S MUSIC.

A smile covers her face and she rises with renewed strength. Ready for battle.

INT. GENOVIAN CONSULATE BALLROOM - MOMENTS LATER

ANGLE ON MICHAEL - sitting at the piano, playing his beautiful ballads, and looking mighty sharp in a tux.

And then just as the audience starts to lose hope -- Mia walks out from behind the curtain and takes her place on the stage in front of the mike.

ANGLE ON AUDIENCE as they gasp at her singular beauty. Dressed in a spectacular white gown, Mia looks every inch the princess and she carries herself with new regal confidence. As Mia approaches the mike, her hands shake, but her expression remains serene.

ANGLE ON MICHAEL as he catches Mia's eye. A warm beat of new friendship between the two of them.

MIA
Um...hi...hello. I'm Mia.
(beat)
Uh...I admit at first, I didn't want to be here tonight and deliver my speech. I wanted my father to do it for me, because...I guess I usually wanted someone else to do the hard calls for me. But <u>now</u>? I'm really glad I'm up here. Because I figured if I always let other people speak up for me, eventually I'll just <u>stop</u> talking altogether. And then no one would ever know what I think or who I am.

Mia locks eyes with her mother.

MIA (cont'd)
When I woke up this morning, I wondered how I'd feel after abdicating my role as Princess of Genovia. Would I feel relieved or would I feel sad...And then I realized how many stupid times a day I use the word, "I"? In fact, probably all I ever do is think about <u>myself</u>. And how lame is that when there's like 7 billion <u>other</u> people on the planet. I mean, give or take - cause not everybody fills out their census forms like they should.
(beat as Mia locks eyes with her father)
(MORE)

(CONTINUED)

CONTINUED:

MIA (cont'd)
But, anyway, the deal is, if I thought about the other 7 bil out there instead of just me...that's probably a way better use of my time. Which got me to thinking...

Mia locks eyes with Helen.

MIA (cont'd)
If I were Princess of Genovia, instead of just "Mia", then my thoughts would be way better heard.
(locks eyes with Lilly)
And just maybe, those thoughts could be turned into actions.

ANGLE ON CLARISSE - this ice-queen is actually tearing up a bit as she sees the affect she has had on Mia.

MIA (cont'd)
So...last night when I went to sleep I was Mia Thermopolis.
(deep breath)
But today...

ANGLE ON HELEN AND PHILLIPE - each one stunned.

MIA (cont'd)
I am forever more...
(deep breath)
Amelia Mignonette Grimaldi Thermopolis Renaldo, Princess Of Genovia.

THE ROOM explodes with THUNDEROUS CLAPPING.

FLASHBULBS POP! Reporters climb over each other to get a better shot. MORE FLASHBULBS! During all the frenzy, Mia stays calm, composed and maintains a regal aplomb on stage. Mia has surely learned what she needs to learn.

ANGLE ON HELEN as she and Mia lock eyes. It is a bittersweet moment as each one realizes life has now been unmistakably altered. Mother and child are saying good-bye to what once was, and welcoming the unknown of what will be.

Phillipe looks up proudly at his little girl on the stage and realizes she is no longer a little girl, but is now a young lady. Mia looks down at him and smiles, she sees her father for the man he is, proud, loving, tender.

ANGLE ON CLARISSE walking through the crowd towards the stage. She carries a velvet box.

CONTINUED: (2)

Clarisse walks up the steps to the stage and directly towards Mia who still stands center stage and allowing the media their frenzy.

Clarisse puts the box on the podium, and in front of the crowd, and hence the world - CLARISSE PULLS OUT A BEAUTIFUL DIAMOND TIARA - and places the Royal headpiece on Mia.

The crowd breaks into thunderous applause and the media goes nuts as their cameras catch the CROWNING MOMENT.

MIA (cont'd)
(thrown)
Grandmere', how did you know I'd change my mind?

CLARISSE
Because I recognize the same spirit in you as someone else I know.

MIA
Who?

CLARISSE
Me.

Phillipe separates himself from his entourage and slowly walks to the side steps. A hush crawls through the room. All eyes are on Phillipe as he walks up the steps to the stage as Clarisse walks off the stage. As mother and son cross each other, it is a true passing of the torch from one generation to the next.

Phillipe and Mia's eyes are linked together. Words not spoken. Phillipe stands in front of Mia, holds out his arm. Mia slips her arm into his and together they walk off stage into the awaiting crowd as MICHAEL'S MUSIC continues to fill the room. Mia holds back the tears of resolve and joy that she feels, but Phillipe can not hold back his pride.

INT. GENOVIAN CONSULATE BALLROOM - LATER THAT NIGHT

ANGLE ON FULL ORCHESTRA now playing. Michael is now gone.

Phillipe and Mia are slow-dancing. They are the first to dance and therefore, the only ones on the floor.

Then one by one, other couples join in. Among them, Helen and Mr. Gianni, who appear to have a good connection.

CONTINUED:

PHILLIPE
Mia, as you can imagine, I am very happy with your decision. Are you?

MIA
(stunned)
Wow. That's the first time you've ever called me "Mia"!

PHILLIPE
That's because it's taken me a long time to see the "Mia" inside the "Amelia".

MIA
Is that because I hadn't found out who "Mia" was yet?

PHILLIPE
No. It's because I wasn't looking.
(kisses Mia's forehead)
But now, I won't stop.

Mia smiles; then starts looking around the room. Realizes someone is missing, then Mia breaks away from her father's arm, and runs out.

MIA
(on exit)
Dad, gotta bolt. Tell Mom I'll explain later!

Mia rushes out.

INT. SPORTS CLUB - FOLLOWING

Mia runs into the gym. The late night gym-rats are working out. Everyone stares at Mia since she's still in her formal gown, but for once Mia is so focused, she sees nothing but her goal -- THE WALL straight ahead of her -- and Michael making his climb up.

Mia darts around the machines, the body-builders, etc. and runs to the wall. Now breathless, she calls up to Michael -

MIA
Michael! Why'd you split the party?

Michael looks down, but stays in position on the wall.

CONTINUED:

MICHAEL
(surprised)
You looked pretty busy, so...

Mia, in gown and all, starts to harness up.

MICHAEL (cont'd)
(shouts down)
What're you doing?! You can't climb in a gown!

MIA
(shouts up)
Oh, yeah? After pulling an "A-" in algebra, I can do anything I put my mind to!

Mia lifts up her dress, revealing her DOC MARTENS hiding underneath her finery, and starts to climb the wall toward Michael.

MIA (cont'd)
(off shoes)
See? First princess rule - always be prepared!

Mia climbs; Michael watches from above. As Mia reaches for the last foothold - only an arm's length away from Michael - she loses grip and MIA ALMOST SLIPS!

But Michael quickly bends down and grabs Mia's arm - rescuing her from a nasty spill.

Michael pulls Mia up, so now Mia is only inches away from Michael on the wall.

MIA (cont'd)
Thanks for the save.

MICHAEL
No prob - that's what a friend does for a friend.

MIA
Even if she *is* a princess?

MICHAEL
Hey, T, what's the diff - you were my princess long before you were the world's.

Michael leans in and kisses Mia. She returns the kiss and then...

CONTINUED: (2)

LO AND BEHOLD! The sure sign of a real kiss happens --

MIA'S FOOT GOES UP! HER FIRST REAL KISS!

THREE MONTHS LATER: (SUMMER BREAK)

EXT. AIRPORT RUNWAY - DAY

THE GENOVIAN ROYAL JET sits on the runway, gleaming in the afternoon sun.

ANGLE ON MIA holding Fat Louie in a cat cage as she says her final good-bye to Helen. It is a difficult good-bye for both mother and daughter.

MIA
...and don't forget to pay the phone bill on time, otherwise when I call home, which I'll do every Sunday, the phone will be turned off again...

HELEN
I promise. I'll put the bill right next to your picture so I won't forget.

MIA
Then put the utility bill there too, so I won't have to worry about you painting in the dark.

HELEN
Good idea.
(then realizes)
Hold on here, kiddo, shouldn't I be the one worrying about you?

MIA
Yeah, but you've done a lifetime of worrying about me. Isn't it time to stop?

HELEN
Sweetheart, a mother never stops.

MIA
Then how 'bout worrying *less*, cause I'm gonna be okay.

HELEN
I can't promise, but I will promise to try.

CONTINUED:

Mia and Helen look into each other's eyes each realizing things will now be forever different for each of them.

MIA
I love you, mom.

HELEN
I love you, kiddo.

They give each other a powerful hug. LARS calls down from the top of the steps to the plane.

LARS
Princess? We're ready.

A wave of panic washes over Mia's face as she realizes this is it.

HELEN
(trying to stay strong)
Oh, baby, it's time...

MIA
Yep...

Mia hugs her mother tightly, then starts to turn to the stairs leading to the plane. Mia takes two steps, then runs back to her mother.

MIA (cont'd)
I'll miss you, Mom, but even more?
I'll miss <u>us</u>.

Then Mia gives her mother one final hug and runs to climb the steps into the plane, and into her future -- filled with fear, anxiety but also excitement.

INT. PLANE - MOMENTS LATER

Now seated in the window seat, Mia presses her face against the small window of the plane, trying to grab one more final contact with the world she knows.

Helen waves from the runway.

Fat Louie screams to be let out of his cage. Mia opens the case and pulls Fat Louie out. She places her cat on her lap and then seatbelts the two of them securely in.

The plane starts to move down the runway and Mia grips the armrests. White knuckle time. She's not afraid of flying -- Mia's afraid of leaving!

CONTINUED:

ANGLE ON LARS handing Mia a small box.

LARS
From your Grandmere'.

Lars returns to his seat in the back of the plane.

Confused, Mia opens the box and to her delight, Mia pulls out a very, very small tiara - a miniature replica of her own tiara. Mia starts to laugh and relax as she realizes the tiara is for Fat Louie.

Mia places the tiara on Fat Louie's head and it looks pretty great. Amazingly, Fat Louie doesn't seem to mind.

As the plane takes off, Mia looks out the window and sees San Francisco disappear below her. Her panic returns.

ANGLE ON VIDEO SCREEN lowering. Mia doesn't understand...then -

In BLACK LETTERS against a white screen is written:

"A LILLY MOSKOVITZ FILM"

Then an image of Michael sitting at his keyboard appears.

MICHAEL (V.O)
"Hi, Mia. I didn't come to the airport since "Casablanca" already did the ultimate good-bye scene on a runway, so I figured why be redundant. Anyway, T, I just want to say I'll miss you and keep climbing and -

ANGLE ON LILLY shoving herself into the frame.

LILLY
Hey, Mia! I was gonna say good-bye, too, but guess what?

Lilly flashes TWO AIRLINE TICKETS in front of the camera.

LILLY (cont'd)
Your Dad bought tickets for me and Michael to come visit you on your birthday!
(then pretend whisper)
And he might be a "stiff", but your father ain't cheap! THEY'RE FIRST CLASS!

CONTINUED: (2)

Then Michael and Lilly start fighting on camera as he tries to see the tickets.

Mia laughs at her close friends. Then Michael grabs the camera's focus again.

MICHAEL
So, Thermopolis, until I see you, which apparently will be very, very soon, I'll leave you with a song.

Michael begins to play the keyboard and sing...beautifully and soulfully, and made even more special, because it is for Mia's ears only. A private concert filled with emotion.

The MUSIC SWELLS and Mia leans back in her chair, shuts her eyes, and pets Fat Louie. Fat Louie's tail bounces to the beat of the music.

ANGLE ON LARS - tapping happily to the music.

ANGLE ON MIA - lost in the music.

The Princess has taken off while the Prince of her dreams is singing to her. Does it get much better than that?

FREEZE ON MIA'S first smile of hard-earned serenity.

THE END